



Metropolitan Transportation Authority

February 2019

MTA Board Action Items



MTA Board Meeting
2 Broadway, 20th Floor Board Room
New York, N.Y. 10004
Wednesday, 2/27/2019
9:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Special Board Minutes - January 15, 2019

MTA Special Board Minutes - January 15, 2019 - Page 5

NYCT/MaBSTOA/SIRTOA/MTA Bus Company Special Board Minutes - January 15, 2019

NYCT/MaBSTOA/SIRTOA/MTA Bus Company Special Board Minutes - January 15, 2019 - Page 9

MTA Regular Board Minutes - January 24, 2019

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NYCT/MaBSTOA/SIRTOA/MTA Bus Company Regular Board Minutes - January 24, 2019

NYCT/MaBSTOA/SIRTOA/MTA Bus Company Regular Minutes - January 24, 2019 - Page 19

MTA Metro-North Railroad Regular Board Minutes - January 24, 2019

MTA Metro-North Regular Minutes - January 24, 2019 - Page 24

MTA Long Island Rail Road Regular Board Minutes - January 24, 2019

MTA LIRR Regular Minutes - January 24, 2019 - Page 30

Triborough Bridge & Tunnel Authority Regular Board Minutes - January 24, 2019

MTA B&T Regular Minutes - January 24, 2019 - Page 41

MTA Capital Construction Regular Board Minutes - January 24, 2019

MTACC Regular Minutes - January 24, 2019 - Page 45

3. COMMITTEE ON FINANCE

Action Items

i. Law Firm Panel Addition

Approval of Law Firm Panel Addition - Page 49

ii. Mortgage Recording Tax Escalation Payments to Dutchess, Orange and Rockland Counties

Mortgage Recording Tax - Escalation Payments to Dutchess, Orange and Rockland Counties - Page 51

iii. TBTA Operating Surplus

B & T Operating Surplus - Page 53

MTAHQ Procurements Report

i. Non-Competitive

MTAHQ Non-Competitive Procurements - Page 68

ii. Competitive (no items)

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Resolution and Staff Summaries - Page 72

4. COMMITTEE ON NYCT & BUS

NYCT & Bus Procurements Report

Procurement Cover, Staff Summary, and Resolution - Page 78

i. Non-Competitive

NYCT Non-Competitive Actions - Page 83

ii. Competitive

NYCT Competitive Actions - Page 86

iii. Ratifications

NYCT Ratifications - Page 91

5. COMMITTEE ON METRO-NORTH RAILROAD & LONG ISLAND RAIL ROAD

MNR Procurements Report

MNR Procurements - Page 94

i. Non-Competitive (no items)

ii. Competitive

MNR Competitive Procurements - Page 97

iii. Ratification (no items)

LIRR Procurements Report (no items)

LIRR Procurements - Page 103

MTACC Procurements Report

MTA CC Procurements - Page 104

i. Non-Competitive (no items)

ii. Competitive

MTA CC Competitive - Page 108

iii. Ratification

MTA CC Ratifications - Page 119

6. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

B&T Procurements Report

B&T Procurements - Page 121

i. Non-Competitive (no items)

ii. Competitive

B&T Competitive - Page 124

iii. Ratifications (no items)

7. FIRST MUTUAL TRANSPORTATION ASSURANCE CO (FMTAC) (no items)

8. MTA OTHER BUSINESS

Performance Metrics Staff Summary

Agency Performance Metrics Staff Summary - Page 128

9. FARE AND CROSSING CHARGE INCREASES (materials distributed separately)

2019 Fare Increases

Environmental Determination - Crossing Charge Increase

Crossing Charge Increases

Date of Next Meeting: Wednesday, March 27, 2019

**Metropolitan Transportation Authority
Minutes of
Special Board Meeting
2 Broadway
New York, NY 10004
Tuesday, January 15, 2019
12:00 p.m.**

The following members were present:

**Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Scott Rechler
Hon. John Samuels
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Neal Zuckerman**

The following members were absent:

**Hon. David Jones
Hon. Mitchell H. Pally
Hon. Veronica Vanterpool
Hon. Peter Ward**

The following members participated via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

**Hon. Andrew Saul
Hon. Carl Weisbrod**

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Darryl Irick, President, MTA Bus Operations, and Robert Marino, Acting Vice President, Government and Community Relations also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

1. **ACTING CHAIRMAN FERRER'S REMARKS.** Acting Chairman Ferrer announced that this is a Special Board meeting, notice of which was duly provided to Board Members as required by the By-Laws, and that under the By-Laws, the matters under consideration are limited to those matters stated in the notice to Board members. Mr. Ferrer stated that the Board will discuss matters relating to the "L" Train Project, and he stated that pursuant to the notice no formal Board action will be taken at today's meeting.
2. **PUBLIC SPEAKERS SESSION.** There were fourteen (14) registered speakers. The following thirteen (13) speakers commented during the public speakers' session. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to other agencies' minutes of this date, for the content of speakers' statements.

Manhattan Borough President Gail Brewer
Shaul Picker, private citizen
Alex Gregor, Commission of Public Works, Town of Southhampton
Lisa Daglian, PCAC
Judy Pesin, 14th Street Coalition
Benjamin Solotaire, representative for Councilman Levin
Bruce Hain, Rail-NYC-Access
Chris Glorioso, NBC 4 Press
Jason Pinerio, private citizen
Omar Vera, private citizen
Jeffrey Smalls, President/CEO Smalls Electrical Construction, Inc.
William Vega, private citizen
Susan Resia, private citizen

3. **PRESENTATION ON THE STATUS OF THE "L" TRAIN PROJECT.**

Acting Chairman Ferrer welcomed the Board members and the public to the Special Board meeting which was called to discuss the status of the "L" Train Project and to present new information relating to the project.

Acting Chairman Ferrer reminded everyone that the "L" Train tunnel was severely damaged by flooding after Superstorm Sandy and requires a significant amount of rehabilitation as a result. Based on the advice received by MTA from a leading transportation consultant, Parsons Brinkerhoff, now known as WSP, a rehabilitation plan was devised that would require closing the tunnel for 15 months. Acting Chairman Ferrer stated that in anticipation of the tunnel shutdown, which would disrupt more than 275,000 riders daily, expert engineers from the Cornell and Columbia engineering schools were brought in to provide a second opinion. The engineering experts devised a plan that would avoid a shutdown and maintain twenty-four hour/seven day service. Acting Chairman Ferrer stated that in light of the time sensitive nature of the project, he asked the MTA Board to hold this Special Board meeting to review and discuss the plan, and to provide the Board an opportunity to ask questions and discuss the plan proposal.

Acting Chairman Ferrer stated that Jerry Jannetti from WSP, who helped devise the original plan, will give a presentation to the Board on the enhanced plan and new recommendation. He stated that Mr. Jannetti will be joined in the presentation by WSP's

Special Board Meeting
January 15, 2019

Chief Structures Engineer, Mike Abrahams, and Judlau's Director of Health, Safety and the Environment, Warren Goodman, who will be available to answer questions within their areas of expertise.

Acting Chairman Ferrer noted that the "L" Train tunnel situation has caused serious concern for the organization and has raised many questions that will be explored in the near future. The Acting Chairman stated that the concept of designing a project to "replace in kind", which by definition excludes innovation, enhancement, improvement and use of modern means and methods, is an outdated methodology. Acting Chairman Ferrer stated that New York State, for example, did not "replace in kind" the Tappan Zee Bridge, rather, the State used the opportunity to build more lanes, enhanced security equipment, implement new safety controls, and added capacity to run trains on the bridge, thus building a better bridge. The Acting Chairman stated that if MTA is going to undertake a major project and spend millions of dollars in the process it should build something better. Acting Chairman Ferrer stated that, as a result, he is calling for a review of the MTA's process for contracting and design, including MTA's practice of requesting designs to "replace in kind". The Acting Chairman stated that he is requesting a review to expand MTA's use of design-build contracting agency-wide, noting that design-build is an innovative approach where a single private sector entity both designs and builds a project, which leads to cost and time savings instead of having separate entities handling closely related tasks.

The Acting Chairman noted that WSP, Jacobs and Judlau were the original design and construction team and that this group is still handling those aspects of the project. Acting Chairman Ferrer thanked the Deans of the Cornell and Columbia Engineering Schools and their teams for their time, commitment to the project, and their very helpful advice and recommendations. Acting Chairman Ferrer stated the WSP has reviewed the recommendations, working in close collaboration with the academic team, agreed with their findings and was modifying the design to incorporate the recommendations, which will prevent a shutdown of "L" train service.

Acting Chairman Ferrer stated that today he is asking MTA Capital Construction (MTACC) and MTA Chief Development Officer Janno Lieber to take over construction of the project, which is a major undertaking and within their area of expertise. Acting Chairman Ferrer praised MTACC for doing a great job on the WTC Cortlandt Station, and stated that he is confident that their fresh eyes and expertise will be helpful in this project as well.

Acting Chairman Ferrer announced that a new third party consultant will be engaged to report to the MTA Board, coordinate the construction with the ongoing train operations, and make sure the transition from construction to operation is seamless. The independent consultant will also review safety and environmental considerations and perform its due diligence to ensure safety and quality of service. At the direction of Managing Director Hakim, NYCT, led by President Andy Byford, will continue to handle public outreach; customer service and alternate service planning and delivery tasks, both before and during the reconstruction project. Acting Chairman Ferrer stated that rigorous public outreach and collaboration with MTA's government partners and other stakeholders have been a proud

signature of this project since its inception, and he stated that he knows that President Byford and his team will continue to do an excellent job.

Acting Chairman Ferrer proceeded to introduce Jerry Jannetti, Senior Vice President, WSP, to provide a summary of the new recommendations and the project updates.

Mr. Jannetti thanked Acting Chairman Ferrer for the introduction and he provided a summary of the new recommendations and updates of the project.

Copies of the presentation were distributed to Board Members and are maintained in the MTA records.

Acting Chairman Ferrer thanked Mr. Jannetti for the presentation and invited Board members' questions and discussion.

The details of the presentation and Board members' comments and discussion with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records

4. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting.

Respectively submitted,

Victoria Clement
Assistant Secretary

**Minutes of the
Special Board Meeting
for the New York City Transit Authority,
Manhattan and Bronx Surface Transit Operating Authority,
Staten Island Rapid Transit Operating Authority and
MTA Bus Company**

**2 Broadway
New York, NY 10004
Tuesday, January 15, 2019
12:00 p.m.**

The following members were present:

Hon. Fernando Ferrer, Acting Chairman

Hon. Andrew Albert

Hon. Norman E. Brown

Hon. Susan Metzger

Hon. Charles G. Moerdler

Hon. Scott Rechler

Hon. John Samuels

Hon. Lawrence Schwartz

Hon. Polly Trottenberg

Hon. Neal Zuckerman

The following members were absent:

Hon. David Jones

Hon. Mitchell H. Pally

Hon. Veronica Vanterpool

Hon. Peter Ward

The following members participated via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

Hon. Andrew Saul

Hon. Carl Weisbrod

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Darryl Irick, President, MTA Bus Operations, and Robert Marino, Acting Vice President, Government and Community Relations also attended the meeting.

1. ACTING CHAIRMAN FERRER CALLED THE MEETING TO ORDER

Acting Chairman Ferrer called to order this Special Board meeting, notice of which was duly provided to Board Members as required by the By-Laws, noting that under the By-Laws, the matters under consideration are limited to those matters stated in the notice to Board members. In accordance with the notice, Mr. Ferrer stated that the Board will address matters relating to the “L” Train Project, and that no formal Board action regarding the Project was scheduled for today’s meeting.

2. PUBLIC COMMENT PERIOD

There were fourteen (14) registered public speakers. The following speakers spoke on MTA NYC Transit/Staten Island Rapid Transit Operating Authority /MTA Bus Company matters during the public speakers session.

Manhattan Borough President Gail Brewer
Shaul Picker, private citizen
Alex Gregor, Commission of Public Works, Town of Southhampton
Lisa Daglian, PCAC
Judy Pesin, 14th Street Coalition
Benjamin Solotaire, representative for Councilman Levin
Bruce Hain, Rail-NYC-Access
Chris Glorioso, NBC 4 Press
Jason Pinerio, private citizen
Omar Vera, private citizen
Jeffrey Smalls, President/CEO Smalls Electrical Construction, Inc.
William Vega, private citizen
Susan Resia, private citizen

Please refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of the speakers’ statements.

3. PRESENTATION ON THE STATUS OF THE “L” TRAIN PROJECT

Acting Chairman Ferrer welcomed the Board members and the public to the Special Board meeting which was called to discuss the status of the “L” Train Project and to present new information relating to the project.

Acting Chairman Ferrer reminded everyone that the “L” Train tunnel was severely damaged by flooding after Superstorm Sandy and requires a significant amount of rehabilitation as a result. Based on the advice received by MTA from a leading transportation consultant, Parsons Brinkerhoff, now known as WSP, a rehabilitation plan was devised that would require closing the tunnel for 15 months. Acting Chairman Ferrer stated that in anticipation of the tunnel shutdown, which would disrupt more than 275,000 riders daily, expert engineers from the Cornell and Columbia engineering schools were brought in to provide a second opinion. These engineering experts devised a plan that would avoid a complete shutdown and maintain twenty-four hour/seven day service. Acting Chairman Ferrer stated that in light of the time-sensitive nature of the project,

he asked the MTA Board to attend this Special Board meeting to review the plan, and to provide members of the Board an opportunity to ask questions and discuss the plan proposal.

Acting Chairman Ferrer stated that Jerry Jannetti from WSP, who helped devise the original plan, will give a presentation to the Board on the enhanced plan and new recommendation. He stated that Mr. Jannetti will be joined in the presentation by WSP's Chief Structures Engineer, Mike Abrahams, and Judlau's Director of Health, Safety and the Environment, Warren Goodman, who will be available to answer questions within their areas of expertise.

Acting Chairman Ferrer noted that the "L" Train tunnel situation has caused serious concern for the organization and has raised many questions that will be explored further in the near future. The Acting Chairman stated that the concept of designing a project to "replace in kind", which by definition excludes innovation, enhancement, improvement and use of modern means and methods, is an outdated methodology. Acting Chairman Ferrer stated that New York State, for example, did not "replace in kind" the Tappan Zee Bridge; rather, the State used the opportunity to build more lanes, enhance security equipment, implement new safety controls, and add capacity to run trains on the bridge, thus building a better bridge. The Acting Chairman stated that if MTA is going to undertake a major project and spend millions of dollars in the process it should build something better. Acting Chairman Ferrer stated that, as a result, he is calling for a review of the MTA's process for contracting and design, including MTA's practice of requesting designs to "replace in kind." The Acting Chairman stated that he is requesting a review to expand MTA's use of design-build contracting agency-wide, noting that design-build is an innovative approach where a single private sector entity both designs and builds a project, which leads to cost and time savings instead of having separate entities handling closely related tasks.

The Acting Chairman noted that WSP, Jacobs and Judlau were the original design and construction team and that this group is still handling those aspects of the project. Acting Chairman Ferrer thanked the Deans of the Cornell and Columbia Engineering Schools and their teams for their time, commitment to the project, and their very helpful advice and recommendations. Acting Chairman Ferrer stated the WSP has reviewed the recommendations, working in close collaboration with the academic team, agreed with their findings and was modifying the design to incorporate the recommendations, which will prevent a shutdown of "L" train service.

Acting Chairman Ferrer stated that today he is asking MTA Capital Construction (MTACC) and MTA Chief Development Officer Janno Lieber to take over construction of the project, which is a major undertaking and within their area of expertise. Acting Chairman Ferrer praised MTACC for doing a great job on the WTC Cortlandt Station, and stated that he is confident that their fresh eyes and expertise will be helpful in this project as well.

Acting Chairman Ferrer further stated that the "L" Train project is a priority, and reflecting that priority status, he has asked MTA Managing Director Veronique Hakim directly to supervise the project. Ms. Hakim oversees all MTA operating agencies, and Acting Chairman Ferrer stated that he wants to ensure that the full resources of the organization are available for this project.

Acting Chairman Ferrer announced that a new third party consultant will be engaged to report to the MTA Board, coordinate the construction with the ongoing train operations, and make sure the transition from construction to operation is seamless. The independent consultant will also review safety and environmental considerations and perform its due diligence to ensure safety and quality

of service. At the direction of Managing Director Hakim, NYCT, led by President Andy Byford, will continue to handle public outreach; customer service and alternate service planning and delivery tasks, both before and during the reconstruction project. Acting Chairman Ferrer stated that rigorous public outreach and collaboration with MTA's government partners and other stakeholders have been a proud signature of this project since its inception, and he stated that he knows that President Byford and his team will continue to do an excellent job.

Acting Chairman Ferrer proceeded to introduce Jerry Jannetti, Senior Vice President, WSP, to provide a summary of the new recommendations and the project updates.

Mr. Jannetti thanked Acting Chairman Ferrer for the introduction and he provided a summary of the new recommendations and updates of the project.

Copies of the presentation were distributed to Board Members and are maintained in the MTA records.

Acting Chairman Ferrer thanked Mr. Jannetti for the presentation and invited Board members' questions and discussion.

The details of the presentation and Board members' comments and discussion with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records

4. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting.

Respectfully submitted,
/s/Mariel A. Thompson
Mariel A. Thompson
Assistant Secretary

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004
Thursday, January 24, 2019
9:00 a.m.**

The following members were present:

**Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman**

The following alternate non-voting members were also present:

**Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.**

The following member was absent:

Hon. David Jones

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Craig Cipriano, Executive Vice President Business Strategies and Operations Support, MTA Bus, and Timothy Ellis, Acting Chief Government and Community Relations also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Boards of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First Mutual Transportation Assurance Company. Refer to the other agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

1. PUBLIC SPEAKERS SESSION.

Timothy Ellis, Chief, Government and Community Relations reminded everyone of the safety procedures protocol in the event of an emergency. Mr. Ellis asked all speakers to observe the two (2) minute limit and, he stated that each speaker would be notified thirty seconds before their two-minutes expired.

The following twenty-three (23) speakers commented during the public speakers' session. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of speakers' statements.

Seth Rosenberg, TWU Local 100
John Ferretti, TWU Local 100
Pedro Valdez Rivera, Riders Alliance
Mary Parrisen Lavelle, CURES
Jason Pineiro, private citizen
Mark Epstein, Chair of LIRR Commuter Council
HP Schroer, UMEWE
Colin Wright, Transit Center
Omar Vera, private citizen
Zach Arcidiacono, TWU L100
Nate Diller, private citizen
Lisa Daglian, PCAC
Lorelei Christie, Jobs to Move America
Sen. Brad Hoylman, NYS 27th Senate District
Robert Acevedo, Disable in Action
Christopher Greif, PCAC
Eric Josephson, TWU L100
Michael Maskin, Riders Alliance
Joe Rappaport, BCID
Ray Davis private citizen
Jennifer Soloman, Red Track (Long Island)
Vijay Duggal, private citizen
Liam Blank, Tri-State Transportation

2. ACTING CHAIRMAN FERRER'S REMARKS.

Acting Chairman Ferrer welcomed everyone to the January Board meeting, and thanked the public speakers for their comments.

Acting Chairman Ferrer congratulated President Andy Byford on the progress made under the Subway Action Plan. Acting Chairman Ferrer stated that when President Byford joined the MTA last year in January he set an ambitious goal to reduce the number of delayed trains by 10,000 every month. Acting Chairman Ferrer announced that President Byford has exceeded this goal for the past four consecutive months, reducing the number of delayed trains from approximately 76,000 in January 2018 to about 45,000 train delays as of last month.

Acting Chairman Ferrer commended New York City Transit for its rapid response to yesterday's water main break in Chelsea, which poured onto the "L" train tracks. Acting Chairman Ferrer stated that the hardworking frontline employees at NYCT rushed to the scene, removed, repaired or replaced damaged electrical equipment and had full service up and running shortly after noon.

Acting Chairman Ferrer acknowledged and thanked Board member Polly Trottenberg for her continued cooperation on the "L" train project and the long hours she dedicated to better understand the new plan to avert a full shutdown of "L" train service. Acting Chairman Ferrer also thanked the City of New York for their efforts in working with MTA to expedite the new plan and to assist with the common goal to reduce the disruption of services for the City and for the 250,000 customers who rely on the Canarsie Tunnel every day.

Acting Chairman Ferrer stated that yesterday Governor Cuomo announced that the MTA, the Empire State Development Corporation and Amtrak reached an agreement that will lead to four new Metro-North stations in the east Bronx, with access to Penn Station. Acting Chairman Ferrer stated that the Board will vote to approve a contract with HNTB for the project's preliminary engineering and design. The project will significantly reduce travel times for east Bronx residents, help area businesses and institutions attract employees and open a new Metro-North link directly into Penn Station.

Acting Chairman Ferrer commended the MTA Police Department on their announcement of a twenty-year reduction in crime statistics for 2018. Crime on the LIRR, Metro-North, and the Staten Island Railway was down more than 13% overall last year from the previous benchmark achieved in 2017, dropping from a total of 271 crimes system-wide to 237. Acting Chairman Ferrer stated that he does not think it's a coincidence that overall MTA ridership has surged about 50% since the MTA PD was formed approximately 20 years ago. Acting Chairman stated that thanks to MTA PD people feel comfortable in Grand Central Terminal, in Penn Station, and throughout all 5,000 square miles of the MTA's rail network. Acting Chairman Ferrer thanked MTA PD employees for their hard work and for all they do every day to keep customers and employees safe and the MTA system secure.

Acting Chairman Ferrer advised the Board of plans for management reform at MTA and he informed that Board that he expects to have a report in time for the February Board meeting.

The details of Acting Chairman Ferrer's comments are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the Regular Board Meeting held on December 12, 2018.
4. **PROPOSED FARE CHANGES.** With respect to the agenda item on proposed changes in fares, and following Board Members' discussion with respect thereto, upon motion duly made and seconded, the Board approved a motion to table any actions relating to proposed fare changes until the February Board meeting. Board Member Andrew Saul abstained from the vote.

The details of Board members' discussion are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records

5. **Cost Containment Working Group Update.**

Acting Chairman Ferrer introduced Board Member Scott Rechler, who presented an update on the progress made by the Cost Containment Working Group.

Board Member Rechler thanked Board members Trottenberg, Schwartz and Pally for their contributions as members of the Working Group. Board Member Rechler also thanked MTA Chief Development Officer Janno Lieber for his assistance in preparing the presentation to the Board.

Board Member Rechler provided an overview of the progress made by the Working Group, focusing on three main areas which he indicated required reform: unbalanced risks, layers of bureaucracy and red tape and weak project management. Board Member Rechler invited MTA Chief Development Officer Janno Lieber to share the Working Groups' recommendations for change and improvement in these areas.

The details of the presentation, Board Members' comments and discussions are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

6. **COMMITTEE ON FINANCE.**

Board Member Schwartz apologized to Board Member Vanterpool for not having on today's agenda the resolution proposed by Board Member Vanterpool in December, and he assured Board Member Vanterpool that the matter will be on the agenda for discussion at the next Finance Committee meeting. Board Member Schwartz asked the members of the Finance Committee to revisit the issue of fare evasion addressed at the December meeting. Board Member Schwartz stated that MTA loses approximately \$220 million in revenue as a result of fare evasion and, he suggested that Presidents Byford, Eng and Rinaldi, working with NYPD, develop a plan to address this issue. Board Member Schwartz stated that he hopes that the Finance Committee will have recommendations for the Board early in 2019.

- A. **Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items. The specifics are set forth in the staff summaries and documentation filed with the meeting materials.

1. Railware, Inc. – Maintenance and Support of Railware Dispatch X Software for Long Island Railroad and Metro-North Railroad – No. 15428. Approved the award of a non-competitive, miscellaneous procurement contract to Railware, Inc. for maintenance and support of Railware’s Dispatch X Software System for LIRR and Metro-North for a period of five years and eight months.
2. Cubic Transportation System, Inc. – Hardware Warranty Service Vendor – No. 11043-0200, Modification No. 2 Approved the extension of a Bus Customer Information System (“CIS”) hardware warranty service agreement with Cubic Transportation Systems, Inc. for an additional eighteen months, allowing time for MTA in-house service group to be assembled.
3. Sound Tree Studios, LLC – Consultant to Administer the Music Under New York Program – No. 15418. Approved the award of a three (3) year competitively negotiated, miscellaneous service contract to Sound Tree Studio, LLC, to provide consultants to assist MTA Arts & Design in administering the Music Under New York program for a period of three years.

B. Real Estate Items. Upon motion duly made and seconded the Board approved the real estate items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Moerdler recused himself from the vote on item # 3 below.

New York City Transportation Authority

1. License agreement with Bachubhai Mehta (or an entity to be formed in which Mr. Mehta is the principal) for the operation of three (3) newsstand concessions, two (2) at 51st Street and one (1) at 86th Street, Lexington Avenue, New York, N.Y.

Triborough Bridge and Tunnel Authority

2. License agreement with Pace University for a retail space for theater, performance space and ancillary office uses within the Battery Parking Garage, with an address at 80 Greenwich Street, New York, N.Y.

Metropolitan Transportation Authority

3. Sale of up to 25,000 square feet of excess Zoning Floor area (West Side Yard Development) to ERY Tenant LLC or affiliate c/o Related Companies of property located at Eastern Rail Yard of the John D. Caemmerer West Side Yard bounded by 31st and 33rd Streets and 10th and 11th Avenue.

7. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:17 a.m.

Respectfully submitted,

Victoria Clement
Assistant Secretary

**Minutes of the
Regular Board Meeting
for the New York City Transit Authority,
Manhattan and Bronx Surface Transit Operating Authority,
Staten Island Rapid Transit Operating Authority and
MTA Bus Company**

**2 Broadway
New York, NY 10004
Thursday, January 24, 2019
9:00 a.m.**

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Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman**

The following alternate non-voting members were also present:

**Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.**

The following member was absent:

Hon. David Jones

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Craig Cipriano, Executive Vice President Business Strategies and Operations Support, MTA Bus, and Timothy Ellis, Acting Chief Government and Community Relations also attended the meeting.

1. ACTING CHAIRMAN FERRER CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

There were twenty (23) public speakers. The following speakers spoke on MTA NYC Transit/Staten Island Rapid Transit Operating Authority /MTA Bus Company matters during the public speakers session.

Seth Rosenberg, TWU Local 100
John Ferretti, TWU Local 100
Pedro Valdez Rivera, Riders Alliance
Jason Pineiro, private citizen
Mark Epstein, Chair of LIRR Commuter Council
H.P. Schroer, private citizen
Colin Wright, Transit Center
Omar Vera, private citizen
Zach Arcidiacono, TWU L100
Nate Diller, private citizen
Lisa Daglian, PCAC
Lorelei Christie, Jobs to Move America
Sen. Brad Hoylman, NYS 27th Senate District
Robert Acevedo, Disable in Action
Christopher Greif, PCAC
Eric Josephson, TWU L100
Michael Maskin, Riders Alliance
Joe Rappaport, BCID
Ray Davis, private citizen
Vijay Duggal, private citizen
Liam Blank, Tri-State Transportation

Please refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of the speakers' statements.

3. ACTING CHAIRMAN FERRER'S REMARKS

Acting Chairman Ferrer welcomed everyone to the January Board meeting and thanked the public speakers for their comments.

Acting Chairman Ferrer congratulated President Andy Byford on the progress made under the Subway Action Plan. Acting Chairman Ferrer stated that when President Byford joined the MTA last year in January he set an ambitious goal to reduce the number of delayed trains by 10,000 every month. Acting Chairman Ferrer announced that President Byford has exceeded this goal for the past four consecutive months, reducing the number of delayed trains from approximately 76,000 in January 2018 to about 45,000 train delays as of last month.

Acting Chairman Ferrer commended NYCT for its rapid response to yesterday's water main break in Chelsea, which poured onto the "L" train tracks. Acting Chairman Ferrer stated that the hardworking frontline employees at NYCT rushed to the scene, removed, repaired or replaced damaged electrical equipment and had full service up and running shortly after noon.

Acting Chairman Ferrer acknowledged and thanked Board member Polly Trottenberg for her continued cooperation on the “L” train project and the long hours she dedicated to better understand the new plan to avert a full shutdown of “L” train service. Acting Chairman Ferrer also thanked the City of New York for their efforts in working with MTA to expedite the new plan and to assist with the common goal to reduce the disruption of services for the City and for the 250,000 customers who rely on the Canarsie Tunnel every day.

Acting Chairman Ferrer stated that yesterday Governor Cuomo announced that the MTA, the Empire State Development Corporation and Amtrak reached an agreement that will lead to four new Metro-North stations in the east Bronx, with access to Penn Station. Acting Chairman Ferrer stated that the Board will vote to approve a contract with HNTB for the project’s preliminary engineering and design. The project will significantly reduce travel times for east Bronx residents, help area businesses and institutions attract employees and open a new Metro-North link directly into Penn Station.

Acting Chairman Ferrer commended the MTA Police Department on their announcement of a twenty-year reduction in crime statistics for 2018. Crime on the LIRR, Metro-North, and the Staten Island Railway was down more than 13% overall last year from the previous benchmark achieved in 2017, dropping from a total of 271 crimes system-wide to 237. Acting Chairman Ferrer stated that he does not think it is a coincidence that overall MTA ridership has surged about 50% since the MTA PD was formed approximately 20 years ago. Acting Chairman stated that thanks to MTA PD people feel comfortable in Grand Central Terminal, in Penn Station, and throughout all 5,000 square miles of the MTA’s rail network. Acting Chairman Ferrer thanked MTA PD employees for their hard work and for all they do every day to keep customers and employees safe and the MTA system secure.

Acting Chairman Ferrer advised the Board of plans for management reform at MTA and he informed that Board that he expects to have a report in time for the February Board meeting.

The details of Acting Chairman Ferrer’s comments are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

4. MINUTES

Upon motion duly made and seconded, the Board unanimously approved the minutes of the meeting held on December 12, 2018, of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

5. PROPOSED FARE CHANGES

With respect to the agenda item on proposed changes in fares, and following Board Members’ discussion with respect thereto, upon motion duly made and seconded, the Board approved a motion to table any actions relating to proposed fare changes until the February Board meeting. Board Member Andrew Saul abstained from the vote.

The details of Board members’ discussion are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

6. COST CONTAINMENT WORKING GROUP UPDATE

Acting Chairman Ferrer introduced Board Member Scott Rechler, who presented an update on the progress made by the Cost Containment Working Group.

Board Member Rechler thanked Board members Trottenberg, Schwartz and Pally for their contributions as members of the Working Group. Board Member Rechler also thanked MTA Chief Development Officer Janno Lieber for his assistance in preparing the presentation to the Board.

Board Member Rechler provided an overview of the progress made by the Working Group, focusing on three main areas which he indicated required reform: unbalanced risks, layers of bureaucracy and red tape and weak project management. Board Member Rechler invited MTA Chief Development Officer Janno Lieber to share the Working Groups' recommendations for change and improvement in these areas.

The details of the presentation, Board Members' comments and discussions are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

7. COMMITTEE ON FINANCE

Real Estate Action Items: Upon motion duly made and seconded, the Board approved a license agreement with Bachubhai Mehta (or an entity to be formed in which Mr. Mehta is the principal) for the operation of three newsstand concessions, two at 51st Street and one at 86th Street, Lexington Avenue, New York, N.Y.

8. COMMITTEE ON TRANSIT & BUS OPERATIONS MTA NYC Transit & MTA Bus Company

Procurements:

Non-Competitive Procurements: Upon motion duly made and seconded, the Board approved non-competitive procurements requiring a two-thirds vote (Schedule A in the Agenda) and a majority vote (Schedule L in the Agenda).

Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

Competitive Procurements: Upon motion duly made and seconded, the Board approved competitive procurements requiring a two-thirds vote (Schedule B in the Agenda) and a majority vote (Schedules G and H in the Agenda).

Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

Ratification: Upon motion duly made and seconded, the Board approved the ratification requiring a two-thirds vote (Schedule D in the Agenda).

Details of the above item are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

9. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:17 a.m.

Respectfully submitted,
/s/Mariel A. Thompson
Mariel A. Thompson
Assistant Secretary

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
2 Broadway – 20th Floor
New York, NY 10004
Thursday, January 24, 2019
9:00 a.m.

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.

The following member was absent:

Hon. David Jones

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Craig Cipriano, Executive Vice President Business Strategies and Operations Support, MTA Bus Operations, and Timothy Ellis, Chief Government and Community Relations Officer also attended the meeting.

Unless otherwise indicated, these minutes reflect items on the agenda of the Metro-North Commuter Railroad Company Board. Refer to the other agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

Acting Chairman Ferrer called the meeting to order.

1. Public Speakers:

There were 23 registered public speakers. The following speakers spoke on matters referencing Metro-North:

Jason Pinerio commented that Metro-North should only have two fare zones based on counties.

Nate Diller remarked that there should be a State MTA and a City MTA. He commented that the State MTA should be comprised of Metro-North, Long Island Rail Road, and Capital Construction.

Lisa Daglian, Executive Director of the Permanent Citizens Advisory Committee ("PCAC") discussed the proposed fare increases and commented that Metro-North riders will experience both rail and subway fare increases; therefore, discounts should be provided for combined monthly rail and subway ticket holders. She also commented that fares should not be increased for riders using Metro-North's West of Hudson lines until service is reliably restored.

Christopher Greif of PCAC remarked that Metro-North is a good system compared to New Jersey Transit.

Jennifer Soloman commented that the East Side Access Project will connect the Long Island Rail Road and Metro-North and expand regional mobility in both systems.

The details of the comments made by the remaining public speakers are contained in the video recording of the meeting produced by the MTA and maintained in MTA records, and in the other agencies' minutes of this date.

2. Acting Chairman Ferrer's Remarks:

Acting Chairman Ferrer welcomed everyone to the January Board meeting and thanked the public speakers for their comments.

Acting Chairman Ferrer congratulated President Andy Byford on the progress made under the Subway Action Plan. Acting Chairman Ferrer stated that when President Byford joined the MTA last year in January he set an ambitious goal to reduce the number of delayed trains by 10,000 every month. Acting Chairman Ferrer announced that President Byford has exceeded this goal for the past four consecutive months, reducing the number of delayed trains from approximately 76,000 in January 2018 to about 45,000 train delays as of last month.

Acting Chairman Ferrer commended New York City Transit for its rapid response to yesterday's water main break in Chelsea, which poured onto the "L" train tracks. Acting Chairman Ferrer stated that the hardworking frontline employees at NYCT rushed to the scene, removed, repaired, or replaced damaged electrical equipment and had full service up and running shortly after noon.

Acting Chairman Ferrer acknowledged and thanked Board member Polly Trottenberg for her continued cooperation on the "L" train project and the long hours she dedicated to better understand the new plan to avert a full shutdown of "L" train service. Acting Chairman Ferrer also thanked the City of New York for their efforts in working with MTA to expedite the new plan and to assist with the common goal to reduce the disruption of services for the City and for the 250,000 customers who rely on the Canarsie Tunnel every day.

Acting Chairman Ferrer stated that yesterday Governor Cuomo announced that the MTA, the Empire State Development Corporation, and Amtrak reached an agreement that will lead to four new Metro-North stations in the east Bronx, with access to Penn Station. Acting Chairman Ferrer stated that the Board will vote to approve a contract with HNTB for the project's preliminary engineering and design. The project will significantly reduce travel times for east Bronx residents, help area businesses and institutions attract employees, and open a new Metro-North link directly into Penn Station.

Acting Chairman Ferrer commended the MTA Police Department on their announcement of a twenty-year reduction in crime statistics for 2018. Crime on the Long Island Rail Road, Metro-North Railroad, and the Staten Island Railway was down more than 13% overall last year from the previous benchmark achieved in 2017, dropping from a total of 271 crimes system-wide to 237. Acting Chairman Ferrer stated that he does not think it's a coincidence that overall MTA ridership has surged about 50% since the MTA PD was formed approximately 20 years ago. Acting Chairman stated that thanks to MTA PD people feel comfortable in Grand Central Terminal, in Penn Station, and throughout all 5,000 square miles of the MTA's rail network. Acting Chairman Ferrer thanked MTA PD employees for their hard work and for all they do every day to keep customers and employees safe and the MTA system secure.

Acting Chairman Ferrer advised the Board of plans for management reform at MTA and he informed that Board that he expects to have a report in time for the February Board meeting.

The details of Acting Chairman Ferrer's comments are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

3. Approval of Minutes:

Upon motion duly made and seconded, the minutes of the Regular Board Meeting held on December 12, 2018 were unanimously approved.

4. Proposed Fare Changes:

Upon motion made and duly seconded, the Board approved a motion proposed by Board member Ward to table the Board's vote on proposed fare and toll increases until the February 2019 meeting. Board member Saul abstained from the vote.

Board member Ward recommended the proposed fare increases be reviewed by a working group. Board member Vanterpool noted that fare and toll increases cannot be passed until February 2019. Board member Schwartz recommended convening a working group within the Finance Committee to investigate alternative sources of revenue. He stated that he opposes any fare increases without improved service measured by clear metrics.

The details of the approved motion are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records, which recording includes Board members' comments and discussions regarding the proposed fare and toll increases.

5. Cost Containment Working Group Update

Board Member Rechler and Janno Lieber, MTA Chief Development Officer, presented an update from the Cost Containment Working Group. Board Member Rechler provided an overview of the progress made by the Working Group, focusing on three main areas which he

indicated required reform: unbalanced risks, layers of bureaucracy and red tape, and weak project management. Mr. Lieber reported on the Working Group's progress.

The details of the Cost Containment Working Group's presentation are contained in the video recording of the meeting, produced by MTA and maintained in the MTA records, which recording includes discussions between Board members and Mr. Lieber regarding the Cost Containment Working Group report.

6. Committee on Finance:

Board member Schwartz commented that the Finance Committee should make recommendations to the Board about how to address the issue of fare evasion. Board Member Schwartz stated that MTA loses approximately \$220 million in revenue as a result of fare evasion and he suggested that Presidents Byford, Eng and Rinaldi, working with NYPD, develop a plan to address this issue. Board Member Schwartz stated that he hopes that the Finance Committee will have recommendations for the Board early in 2019.

The details of Board member Schwartz's comments are contained in the video recording of the meeting, produced by MTA and maintained in the MTA records.

MTAHQ Procurements:

The Board was presented with the following non-competitive procurement recommended to it by the Committee on Finance that relates to Metro-North.

- Approval to award a non-competitive contract to Railware, Inc. for maintenance and support of Railware's Dispatch X Software System in the not-to-exceed amount of \$1,760,101 (\$729,838 for Long Island Rail Road and \$1,030,263 for Metro-North).

Upon motion duly made and seconded, the Board approved the foregoing procurement. The details of the approved procurement are contained in a staff summary filed with the minutes of the MTA Board meeting held this day and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

7. Committee on NYCT & Bus:

The Board was presented with the following non-competitive procurement recommended to it by the Committee on NYCT & Bus that relates to Metro-North:

- Approval to award a multi-agency, omnibus, sole-source contract with Alstom Signaling Operation, LLC in the estimated not-to-exceed amount of \$10,700,000 (NYCT: \$8,200,000 (Est.), Metro-North: \$2,000,000 (Est.) and LIRR: \$500,000 (Est.)) for the purchase of inventory and non-inventory replacement of signal and switch system parts.

Upon motion duly made and seconded, the Board approved the foregoing procurement. The details of the approved procurement are contained in a staff summary filed with the minutes of the MTA Board meeting held this day and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

8. Committee on Metro-North:

Action Item:

The Board was presented with the following action item recommended to it by the Committee on Metro-North:

- Board approval for Metro-North to enter into a Fourth Memorandum of Understanding (Fourth MOU) with the City of Newburgh, New York (the City) for Metro-North to reimburse the City for lease payments for the parking and ferry landing facilities used by the Newburgh-Beacon ferry for the period January 1, 2019 through June 30, 2019.

Upon motion duly made and seconded, the Board approved the foregoing action item. The details of the above action item are contained in a staff summary filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

9. MTA Capital Construction Procurement:

The Board was presented with the following MTA Capital Construction competitive procurement that relates to Metro-North.

- Approval to award a competitively solicited design consultant contract to HNTB New York Engineering and Architecture, P.C. to provide general engineering consultant services for the Penn Station Access Project for a not-to-exceed base contract amount of \$32.24 million for a duration of eighteen (18) months and up to sixty-six (66) months with options. The Project includes additional passenger tracks within the Amtrak Hell Gate Line ("HGL") right-of-way, along with various other supporting improvements, to provide access for Metro-North New Haven Line trains to the West Side of Manhattan at Penn Station New York ("PSNY"). The Project will also add four new community-based Metro-North stations along Amtrak's HGL in the eastern Bronx.

Board members Moerdler, Pally, Brown, Albert, Glucksman, and Weisbrod all commented on the importance and advantages of the project and expressed support. Acting Chair Ferrer thanked Governor Cuomo.

Upon motion duly made and seconded, the Board approved the foregoing competitive procurement. The details of the above procurement are contained in a staff summary filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

10. Committee on Long Island Rail Road

The Board was presented with the following procurement recommended to it by the Committee on Long Island Rail Road that relates to Metro-North.

MTA Capital Construction Competitive Procurement:

- Approval to enter into competitively solicited zero dollar based personal service contracts with Hill International, Inc. and MP Engineers, P.C., to provide professional

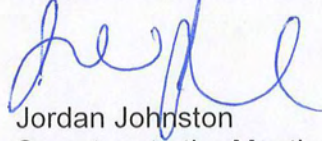
staffing and services on an as-needed basis to MTA Capital Construction, Long Island Rail Road, and Metro-North.

The details of the above procurements are contained in a staff summary filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

11. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:17 a.m.

Respectfully submitted,



Jordan Johnston
Secretary to the Meeting

Jan-2019 Board Minutes-Final
Legal/Corporate

**Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004
Thursday, January 24, 2019
9:00 a.m.**

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan Metzger
Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.

The following members were absent:

Hon. David Jones

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Craig Cipriano, Executive Vice President, Business Strategies and Operations Support, MTA Bus Operations, and Timothy Ellis, Acting Chief, Government and Community Relations, also attended the meeting.

Acting Chairman Fernando Ferrer called the meeting to order.

1. Public Speakers

Timothy Ellis, Acting Chief, Government and Community Relations indicated that twenty-two (22) public speakers had signed up to speak (ultimately, twenty-three (23) public speakers appeared and addressed the Board). After reviewing safety procedures for everyone attending the meeting, Mr. Ellis asked all speakers to observe the two (2) minute limit in fairness to others and noted the clock up front and the fact that a warning light will come on with 30 seconds to go.

Several of the public speakers expressed opposition to the proposed MTA toll and fare increases, which include increases for Long Island Rail Road ("LIRR") fares. In addition, four (4) public speakers commented on matters specifically relating to LIRR:

Mary Parisen-Lavelle, Chair of Civics United for Railroad Environmental Solutions ("CURES"), stated that her community has been advocating for new locomotives for more than ten years. She asserted that in 2015, it came to light that LIRR had rigged its 2013 locomotive procurement. She stated that she attended a meeting at the Governor's Office where LIRR proposed acquiring two more Tier 3+ PR20B locomotives, which she emphatically opposed. She added that she told the Governor that her community needed the cleanest Tier 4 locomotives and that is what MTA promised after LIRR conducted a 2016 market study. Mr. Parisen-Lavelle asserted that two manufacturers could sell MTA a Tier 4 road switcher locomotive --- Progress Rail and Knoxville Locomotive Works. However, restrictive specifications used by LIRR prequalified Progress Rail and excluded Knoxville. Ms. Parisen-Lavelle stated that the Board had mandated procurements that are less restrictive and that welcomed new competitors. She asked the Board to support a fair and open competition for freight locomotives. She stated that Waste Management had purchased a Knoxville Near Zero Emissions Tier 4 switcher using United States Environmental Protection Agency ("USEPA") Diesel Emissions Reduction Act grant funds and it was performing well at Fresh Pond Yard. She asked that Knoxville be put back into the competition, without unfair restrictive specifications, and asserted that former Chairman Lhota had signed a waiver to give Progress Rail a \$30 million sole source contract for spare parts, even though there were other suppliers and even though Progress Rail had paid \$25 million after pleading guilty to making false repairs for railroads and dumping parts into the Pacific Ocean. She asserted that this could be done by Acting Chairman Ferrer signing a waiver. Ms. Parisen-Lavelle concluded by stating that this is a new era at MTA and that the Board should do the right thing and make Request for Proposals ("RFP") 6263 a real and fair competition and that only Tier 4 switchers will give the community Tier 4 emissions.

Mark Epstein, Chair of the LIRR Commuter Council, stated that Long Island has a vacant seat on the Board, so he is at the meeting to represent Long Island. He stated that Long Island is at a breaking point, and that riders cannot afford higher fares. He added that a monthly LIRR ticket and monthly MetroCard, from his station, costs more than \$400. Many riders pay \$70 per month for parking. He stated that MTA needs a solution; it cannot keep passing this on to riders. He further stated that riders understand the difficulty of the choices the Board faces, but he asked the Board to understand the choices faced by riders.

Lisa Daglian, Executive Directive of the Permanent Citizens Advisory Council to the MTA ("PCAC"), stated that any fare hike should be fair, and that the alternative of service cuts

is worse. She further stated that LIRR and Metro-North Railroad ("MNR") riders will be hit twice: increased monthly fares and increased cost of MetroCards. She added that the most vulnerable users, Access-A-Ride customers, should have no increase, and that the Fair Fares program should be implemented quickly.

Christopher Greif of the PCAC stated that the LIRR is a good system, as is MNR, and that it runs better than New Jersey Transit. He commended the LIRR Care program, stating that there are now signs and LIRR staff talks to people. He added that all he is asking for is respect.

Jennifer Solomon of the Right Track for Long Island Coalition, stated that she was in attendance to speak for two million Long Islanders. She thanked the Board for advancing the LIRR Third Track project, which will improve the busiest commuter rail corridor in the country. She further stated that projects such as East Side Access ("ESA"), Second Track and Third Track help economic development in the region and help create new jobs. She added that ESA will allow Long Island to connect to MNR service, and that MTA needs new recurring revenues.

The details of the speakers' comments are contained in the video recording of the meeting, produced by the MTA and maintained in MTA records, and in the minutes of the other agencies of this date.

2. Acting Chairman's Remarks.

Acting Chairman Ferrer thanked all the public speakers for appearing. He congratulated New York City Transit ("NYCT") President Andrew Byford for progress on the Subway Action Plan, which has exceeded its goal of reducing the number of delayed trains by 10,000 every month. He thanked the NYCT workers who rushed in after a water main break in Chelsea which affected L train service, and had service restored just after noon. He also thanked Board Member Polly Trottenberg for her work in support of the new plan for the L train shutdown.

Acting Chairman Ferrer announced that MTA had just signed a Memorandum of Understanding ("MOU") with Empire State Development and Amtrak which opens the way to four (4) new MNR stations in the East Bronx. This will connect a transit desert with the rest of the region. He congratulated everyone who was part of this effort. He also noted that the Board today will be voting on a contract with HNTB to advance the design work for this initiative.

Acting Chairman Ferrer commended the work of the MTA Police Department ("MTAPD") in reducing crime in 2018. The decrease is notable, coming at it does while LIRR and MNR ridership is up.

Acting Chairman Ferrer noted that management reforms at MTA will be coming between now and the February meeting, and he will have a report on that then.

3. Approval of Minutes

Acting Chairman Ferrer asked for a motion to approve the minutes of the Regular Board Meeting of December 12, 2018. Upon motion duly made and seconded, the minutes of the Regular Board Meeting of December 12, 2018 were approved.

4. Discussion Concerning Proposed Toll and Fare Increase.

Board Member Peter Ward expressed concern about the proposed toll and fare increase, and its impact on disabled people. He also expressed concern that the Board was making a decision today, and there is a need to consider more options. Mr. Ward suggested tabling the matter of the proposed toll and fare increase and made a motion to that effect.

Board Member Ward stated that he was impressed with the Board's working groups, and that they represented smart people working with staff to solve problems which have developed over the years. He suggested the same approach in dealing with the issue of fares.

Board Member Veronica Vanterpool seconded the suggestion made by Board Member Ward, and cited to State law preventing a vote on fares until February.

Board Member Lawrence Schwartz supported the suggestion made by Board Member Ward. He stated his preference for the Board voting to delay action on a toll and fare increase, and supported the creation of a working group to examine additional revenue sources as an alternative to a fare increase. He suggested that this working group be within the Finance Committee, and that it work to offset or manage any fare increase. He also stated that if the Board has to vote on a fare increase in February or at another time, he could not support it unless it was tied to metrics demonstrating improved service, such as On Time Performance, a reduced number of delays, and adequate seating on the commuter railroads by reducing the number of short trains. He stated that this is needed to create a sense of trust by the ridership.

Upon motion duly made and seconded, and with Board Member Andrew Saul abstaining, the Board voted to table consideration of the proposed toll and fare increase.

Acting Chairman Ferrer stated that what this means is that over the next month, the Board will be considering alternatives, and the matter will be brought back to the Board for a vote in February.

5. Update on Cost Containment Working Group.

Acting Chairman Ferrer introduced Board Member Scott Rechler to give an update on the Cost Containment Working Group.

Board Member Rechler thanked Board Members Schwartz, Trottenberg, and Pally for their contributions as members of the Working Group. He also thanked MTA Chief Development Officer Janno Lieber for his assistance in preparing this update.

Board Member Rechler stated that everyone understands the importance of our transit system, and that we have a responsibility to provide a level of service that is expected by the public. The system is in need of an upgrade, and thus more money is needed, which can either come from increased fares, or using our money more efficiently. Mr. Rechler further stated that the public has lost confidence in the ability of the MTA to invest its funds wisely. Hence, while it is critical to fund the Fast Forward Plan, we need to be able to demonstrate that we can invest the funds wisely.

Board Member Rechler stated that, in his view, this was not about the people of the MTA, who are great public servants. Rather, this was about a byzantine bureaucracy that is hard to break. We saw this on the L train project; it discourages innovation. Mr. Rechler added that it was imperative for MTA to get its own house in order.

Board Member Rechler reviewed the highlights of a PowerPoint presentation on the work undertaken by the Working Group. He stated that there were three (3) areas that need reform:

- Unbalanced risks –looking at our contracts and identifying risks placed on our contractors that are beyond their control. This results in contractors adding an “MTA premium” to their bid price, adding 25% on top of what the bid price should be.
- Layers of bureaucracy and red tape – controls put in place that were well intentioned, but which should be re-examined to see if the costs outweigh the benefits. This drives away competition.
- Weak project management – presently, we produce very rough estimates that become our budget. MTA needs to stop putting out numbers prematurely. MTA also puts out contracts with inflexible specifications, which inhibits change and cost savings.

Board Member Rechler reviewed three recommendations made in June:

- Rebalancing Risk – more widespread use of Design-Build, and the use of contract incentives to get the work done faster.
- Attack Red Tape – cut change order processing time; cut submittal processing time; and avoid customized specifications where possible.
- Better Project Management – appoint a Project CEO.

These recommendations were made 200 days ago.

MTA Chief Development Officer Janno Lieber reported on progress made over the past 200 days. He noted that changes have been made at each operating agency, including:

- **Rebalancing Risk – Design Build Contracts:** Mr. Lieber noted that more projects are being done as Design-Build – this makes projects more efficient and eliminates conflicts between the design team and the builder. Mr. Lieber also noted that Bridges & Tunnels had seven (7) Design-Build projects in 2018 for \$251 million; MNR kicked off four (4) Design-Build projects in 2018 worth \$580 million, with three (3) more projected in 2019 worth over \$130 million; NYCT has nineteen (19) stations done with Design-Build under the Enhanced Station Initiative; and LIRR is using Design-Build for fourteen (14) station enhancements and one traction power substation, with two (2) more substations in 2019. Mr. Lieber stated that ESA has a troubled history and we have moved to Design-Build to expedite the project.
- **Rebalancing Risk – Contract Dispute Resolution:** Mr. Lieber noted that contractors put a premium on their bids to MTA because our current contracts have an MTA Chief Engineer deciding all disputes. Going forward, all agencies will be moving to the idea of a neutral arbiter.
- **Rebalancing Risk – Other Contract Reforms:** Mr. Lieber stated that in effort to reduce the contractor's financial risks, we will be reducing bonding requirements; Bridges & Tunnels has already done so on projects totaling over \$100 million, and LIRR is doing this on its Third Track Project, which is moving quickly.
- **Rebalancing Risk – Sharing Risk:** Mr. Lieber noted that contractors are concerned about the uncertainty surrounding track outages. MNR is moving towards guaranteeing outages, and NYCT is much more reliable in delivering outages so that they can move in the direction of a contractual guarantee. Mr. Lieber also noted that we are taking on the risk of delay caused by utilities, across all agencies. He stated that we are sharing risks for unanticipated conditions such as hazardous materials, where contractors fear Superfund liability.
- **Cutting Red Tape – Change Order Processing Time:** Mr. Lieber stated that across all agencies, we are looking at the change order process in order to make it shorter and more predictable.
- **Cutting Red Tape – NYCT Process Improvements:** Mr. Lieber stated that NYCT has taken a comprehensive approach, including rewriting over fifty (50) design specifications with a goal of a more off-the-shelf design, increasing track outages by 40% for capital projects over the past year, increasing the availability of flat cars and work trains, and better managing resources to eliminate flagger shortages.
- **Stronger Project Management – Project CEO:** Mr. Lieber stated that project leads were being appointed for major projects, to protect project scope and schedule. Examples include Project leads for projects over \$50 million at Bridges & Tunnels; Project lead for \$365 million MNR Harmon Shop Phase 5, Stage 2; and Project lead for LIRR Jamaica Capacity Improvements Phase I (\$301 million, in construction) and Phase II (in design).

Board Member Rechler stated that we are making progress, as reflected in the PowerPoint slides, and that there are additional cost issues to be addressed including accountability for force account costs, and tighter management of consultants. He further stated that we want to see these reforms be implemented across the MTA, and that he would like to have another update in April.

Acting Chairman Ferrer thanked Board Member Rechler and MTA Chief Development Officer Lieber for a great report.

Board Member Andrew Albert asked MTA Chief Development Officer Lieber if he had heard from a large number of contractors that bonding requirements inhibited bids.

Mr. Lieber responded, stating that he could not give a number but that he had heard concerns from many contractors about tying up bonding capacity. He noted that there are other forms of security that could be given, in lieu of bonds.

Board Member Andrew Saul thanked Messrs. Rechler and Lieber and stated that the reforms they discussed were long overdue. He further stated that he was a big believer in Design-Build but asked what we are doing to expand our contractor pool. He noted that some contractors don't have the internal capacity to do the design work.

Board Member Rechler responded, stating that this was a fair point. He stated that when you are pursuing Design-Build, the more you loosen the scope and balance the contracts, you will have a wider pool. Board Member Rechler also stated that at a committee meeting, MTA Chief Development Officer Lieber said that Third Track would be a good avatar to see if this is working. If we can demonstrate to the public that implementing this approach has resulted in savings versus some legacy projects like ESA, it will lead to greater confidence.

Board Member Schwartz thanked Messrs. Rechler and Lieber, along with the Working Group members. He expressed his view that their work will lead to capital projects being done on time and on budget. He stated that with respect to project delivery, he wanted to explore limiting the types of contracts MTA enters into. He further stated that lowest cost bidding is archaic, and that scheduling should be part of the criteria, as impact to the public is a cost to our economy. He also stated a desire to look at the construction manager/general contractor model, and wanted to move on this issue quickly. Mr. Schwartz added that not all contracts go through all committees, and he would like to discuss this topic before MTA puts contracts out on the street, perhaps through a pre-approval of the contracting method.

Board Member Vincent Tessitore, Jr. stated that he wanted to remind the Board about the option of using internal work forces. He further stated that you do not have to bid if our own work forces can do the job. We already employ project managers, electricians and other types of workers. Our own forces have the responsibility for tie-in work anyway.

Board Member Neal Zuckerman commended the Working Group for its efforts and stressed the importance of modifying behavior on cost management. Mr. Zuckerman then raised three (3) points:

- He asked if the Working Group is developing metrics to measure the success of the reforms they are advancing. He expressed an interest in doing this.
- He stated it would help to have a financial target or goal for this work, e.g., saving \$X dollars.

- He would like to discuss what are the carrots and sticks that are available to modify behavior in support of these efforts.

Acting Chairman Ferrer stated that the Board will start addressing these issues at the February meeting.

6. Committee on Finance

Board Member Schwartz, Chair of the Finance Committee, apologized to Board Member Vanterpool for not taking up the resolution she proposed at the December 2018 meeting today. He had committed to her that it would be addressed in January and this did not happen. He stated that it will be discussed in February.

Board Member Schwartz also asked the members of the Finance Committee to look at the issue of fare evasion, which he feels needs to be addressed. He stated that we are losing \$200 million on fare evasion, and that he does not expect to recover \$200 million but we should be able to recover perhaps \$100 million or \$150 million. He further stated that we need to develop a plan with NYCT President Andrew Byford, LIRR President Phil Eng, and MNR President Catherine Rinaldi to address this. He expressed the hope that the Finance Committee will come back with recommendations in early 2019.

Action Items

There were no action items presented to the Board.

Procurement Items

The Board was presented with three (3) procurement items recommended to it by the Committee on Finance, one (1) of which related to Long Island Rail Road:

Non-Competitive Procurement:

- **Railware, Inc. – Maintenance and Support of Railware Dispatch X Software System for Long Island Rail Road and Metro-North Railroad – Contract No. 15428, Not to Exceed \$1,760,101** – Board approval is sought to award a non-competitive, miscellaneous procurement contract to Railware, Inc. (Railware) for maintenance and support of Railware's Dispatch X Software System in the not-to-exceed amount of \$1,760,101 (\$729,838 for Long Island Rail Road and \$1,030,263 for Metro-North Railroad), for a period of five years and eight months. This Dispatch X Software is proprietary. This software can only be licensed, maintained and supported by Railware.

Upon motion duly made and seconded, the Board approved the foregoing procurement item, the details of which are contained in the minutes of the MTA Board meeting held this day,

the staff summary filed with those minutes, and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

Real Estate Items

The Board was presented with three (3) real estate items recommended to it by the Committee on Finance, none of which related to Long Island Rail Road.

7. LIRR Committee

Procurement Items

The Board was presented with nine (9) procurement items recommended to it by the LIRR Committee, four (4) of which related to Long Island Rail Road and five (5) of which related to MTA Capital Construction Company ("MTACC"):

Non-Competitive:

Procurements by Long Island Rail Road

- **Conservation Station – Inc.** - LIRR requests MTA Board approval to award a sole source contract to Conservation Station, Inc. in the amount of \$300,000, for the redesign of the current GE TR3-94 LED signal.
- **Luminator Mass Transit, LLC** - LIRR requests MTA Board approval to award a contract modification to Luminator Mass Transit LLC, in the amount of \$510,617.44 to provide C-3 coach car overhead lens assemblies.
- **Nordco Inc.** - LIRR requests MTA Board approval to award a three-year sole source contract to Nordco Inc. the amount of \$542,340 for replacement parts required by the Long Island Railroad to operate and maintain various pieces of Nordco equipment.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which are contained in the minutes of the MTA Board meeting held this day, the staff summaries filed with those minutes, and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

Competitive:

Procurements by Long Island Rail Road

- **Newmont Elevator Analysts, Inc.** - LIRR requests MTA Board approval to award a competitively bid, miscellaneous service contract to Newmont Elevator Analysts, Inc., in the amount of \$189,529 for the Base 3-Year Term, and \$114,566 for the Option Term (two 1-Year options); for a combined not-to-exceed total of \$304,095 for the entire (5) five-year period. Under the contract, Newmont Elevator Analysts, Inc. shall provide third party witnessing of safety inspections and tests, for LIRR's 15+ elevators and 50+ escalators located throughout Nassau, Suffolk, New York, Kings and Queens Counties.

Procurements by MTACC

- **Various Firms – Contract Nos. PS865-11 and PS865-21- \$0 - Three Year Term and Two 1 Year Options** – Pursuant to article X of the MTA All-Agency Service Contract Procurement Guidelines, MTA Capital Construction Company (“MTACC”) is seeking Board approval on behalf of itself, Long Island Rail Road (“LIRR”) and Metro North Railroad (“MNR”) to enter into competitively solicited zero dollar based personal service contract with two (2) firms to provide professional staffing and services on an as-needed basis.
- **URS Corporation – New York – Contract No. 98-0001-01, Modification No. 44 - \$33,165,470** – In accordance with Article XI of the MTA All-Agency Service Contract Guidelines, MTACC seeks Board approval to extend the contract term through June 30, 2019.
- **Tutor Perini Corporation – Contract No. CS179, Modification No. 173 - \$2,450,000** – In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a contact modification to implement changes to the design of the Field Network provided by the CS179 Contractor in Grand Central Terminal (“GCT”) for the East Side Access (“ESA”) project.
- **Tutor Perini Corporation – Contract No. CS179, Modification No. 172 - \$1,910,000** – In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a contact modification for the installation of HVAC exhaust shafts and utilities at the 23rd Street facility.

Upon motion duly made and seconded, the Board approved the foregoing procurement items, the details of which are contained in the minutes of the MTA Board

meeting held this day, the staff summaries filed with those minutes, and in the video recording of the meeting, produced by the MTA and maintained in MTA records.

9. Adjournment

Acting Chairman Ferrer then asked for a motion to adjourn the meeting. Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:16 A.M.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Mark D. Hoffer", written in a cursive style.

Mark D. Hoffer,
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

January 24, 2019

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
January 24, 2019

Meeting Held at
2 Broadway, 20th Floor
New York, New York 10004

9:00 a.m.

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan G. Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.

The following member was absent:

Hon. David R. Jones

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andy Byford, President, New York City Transit Authority, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel F. DeCrescenzo, Jr., Acting President, Triborough Bridge and Tunnel Authority, Craig Cipriano, Executive Vice President Business Strategies and Operations Support, MTA Bus Operations, and Timothy Ellis, Chief Government and Community Relations Officer also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road Company, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

1. Public Speakers

There were twenty-three (23) public speakers. Jason Pinero stated that he opposed all fare and toll increases. Omar Vera stated that he also opposed fare and toll increases and that the MTA should pursue these increases every five or more years instead of every two years.

Refer to the video recording of the meeting produced by the Metropolitan Transportation Authority and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

2. Acting Chairman Ferrer's Opening Remarks

Acting Chairman Ferrer congratulated Andy Byford on the progress made on the Subway Action Plan; thanked Commissioner Polly Trottenberg and the City of New York for their assistance with the new L train plan; discussed Penn Access; commended MTA Police Department crime reduction efforts to decrease crime when ridership has increased on both commuter rails; and he stated that management reforms would be contemplated before the February Board Meeting and a report will be available at that time.

The details of Acting Chairman Ferrer's remarks are contained in the video recording of this meeting, produced by the MTA and maintained in MTA records, and the MTA's and other agencies' minutes of the meeting of this date.

3. Approval of Minutes of Regular Meeting December 12, 2018

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on December 12, 2018 were approved.

Commissioner Ward made a motion to table the vote on the fare increase until the February Board Meeting and Commissioner Vanterpool seconded the motion stating that a change in New York State law would preclude voting on the toll increase until February. Commissioner Schwartz stated that he also supported the motion and suggested that a working group be created within the Finance Committee to review other revenue opportunities and alternatives with the priority on the riders first and the budget second. He also stated that if a fare increase is needed, the increase should be tied to performance metrics for improved service. After the discussion, the Board voted to table the vote on the fare increase until the February Board Meeting and Commissioner Saul abstained.

4. Working Group Presentation – Cost Containment

Commissioner Rechler, Chair of the Cost Containment Working Group, stated that the MTA needs funding and the system needs to be upgraded. One method is raising fares and tolls and implementing congestion pricing and another method is investing capital and operating more efficiently. The main drivers of cost and delay are unbalanced risks, layers of bureaucracy and red tape, and weak project management. In June, the work group recommended ways to rebalance the risk such as utilizing more design-build contracts, third party dispute resolution, using incentives and penalties, expanding competition, shortening the change order processing time and simplifying specifications. Janno Lieber, MTA Chief Development Officer, contributed to the presentation by discussing risks and risk mitigation. He also stated that TBTA had seven design-build projects in 2018 for a total of \$251 million, reduced bonding requirements on projects over \$100 million, and that project leads have been implemented for projects over \$50 million.

Commissioner Saul inquired what measures are being taken to expand competition and expand the pool of contractors for design-build to obtain better pricing on MTA contracts. Commissioner Rechler responded that design-build depends on the scope of the project and if the constraints are reduced, contracting will be more user friendly. With regard to project delivery, Commissioner Schwartz stated that the MTA should explore limiting the types of contracting procedures with scheduling as a criteria in addition to cost and referenced a low cost two year bridge roadway project at TBTA that appeared to have insufficient staffing on the project, which is not only inconvenient to the public but, in many respects,

costly. He suggested that there be a contract pre-approval process in the Committee Meetings that would discuss contracting methods prior to contracts being put out on the street. Commissioner Tessitore suggested using in-house personnel to the greatest extent possible before using contractors. Commissioner Zuckerman stated that key performance indicators and metrics are needed to track the success of these initiatives, setting a specific financial savings goal is necessary, and the MTA should explore what carrots and sticks can be used to ensure implementation of these cost containment measures.

5. **Committee on MTA Bridges and Tunnels Operations**

Commissioner Moerdler stated that there are no procurements this month.

6. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 11:17 a.m.

Respectfully submitted,


Adana Savery
Assistant Secretary

**Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, January 24, 2019
9:00 AM**

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Andrew Albert
Hon. Norman E. Brown
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. Scott Rechler
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl Weisbrod
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman
Hon. Vincent Tessitore, Jr.

The following member was absent:

Hon. David Jones

Patrick Foye, President, MTA, Veronique Hakim, Managing Director, MTA, Helene Fromm, Chief of Staff, MTA, Janno Lieber, Chief Development Officer, MTA/President, MTACC, Robert Foran, Chief Financial Officer, MTA, Thomas J. Quigley, General Counsel, MTA, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Craig Cipriano, Executive Vice President Business Strategies and Operations Support, MTA Bus Operations, and Timothy Ellis, Chief Government and Community Relations Officer also attended the meeting, Evan Eisland, Executive Vice President, General Counsel and Secretary, MTACC, and David Cannon, Vice President, Chief Procurement Officer and Assistant Secretary, MTACC also attended the meeting.

The Board of the Metropolitan Transportation Authority met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless otherwise indicated, these minutes reflect items concerning the business of the MTA Capital Construction Company. Refer to the other agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

Acting Chairman Ferrer called the meeting to order.

Public Comment Periods

There were twenty-three public speakers, six of whom spoke on MTA Capital Construction matters.

John Ferretti of TWU Local 100 commented on the Canarsie Tube Plan raising concerns about the health and safety of Transit workers and the public. He commented that the Plan to complete the work in 15 – 18 months will force Transit workers to work at unsafe speeds.

Zach Arcidiacono of TWU Local 100 stated that new Canarsie Tube plan should look to keep the bus and bicycle improvements from the original plan. He also expressed concern about silica dust and suggested that to the extent possible the work should be performed by Transit's in-house work force.

State Senator Brady Hoylman of the New York State 27th Senate District expressed concern that not enough information had been shared with elected officials and the riding public about the status of the Canarsie Tube shutdown. He stated his belief that an independent evaluator of the Canarsie Tube Plan is required to put the minds of elected officials and the riders at ease.

Christopher Greif of the New York City Transit Riders Council expressed concerns about safety, accessibility and air quality with regard to the new Canarsie Tube plan. He also stated that First and Third Avenue Stations do not have a lot of room for passengers and 15 – 20-minute headways waiting for a train at these stations is a safety concern.

Eric Jossephson of TWU Local 100 stated his expectation that if any unsafe or dangerous methods are used on the Canarsie Tube Project that the Union would be prepared to use legal means to stop such methods for the benefit of the workers and the riders.

Jennifer Soloman of Right Track for Long Island Coalition read a letter to the MTA Board from David Kapell, the Coalition's Executive Director, thanking the Board for approving the LIRR Mainline Expansion Project.

The names and remarks of the remaining public speakers are contained in the minutes of the Regular Meeting of the Metropolitan Transportation Authority and in the minutes of the other agencies of this date.

Acting Chairman's Remarks

Acting Chairman Ferrer expressed his appreciation to Board Member Trottenberg in her role as the Commissioner of the New York City Department of Transportation and to the City of New York for their continuing cooperation and support on the L Train Project. He stated that it is our common goal to reduce the disruption as much as humanly possible.

Acting Chairman Ferrer mentioned that he just signed a Memoranda of Understanding ("MOU") on behalf of the MTA with Amtrak. The MOU opens the way for the development of four new stations for Metro- North in the East Bronx which will connect what was essentially a transportation desert with the rest of the Region.

The remainder of Acting Chairman Ferrer's remarks are contained in the minutes of the Regular Meeting of the Metropolitan Transportation Authority and in the minutes of the other agencies of this date.

Approval of Minutes

Upon motion duly made and seconded, the Board approved the minutes of the Regular Board Meeting of the Metropolitan Transportation Authority and the MTA Capital Construction Company held on December 12, 2018.

Cost Containment Working Group Presentation

Board Member Rechler and MTA Chief Development Officer/MTACC President Janno Lieber gave a Presentation updating the progress of the Cost Containment Working Group. A discussion among Board members followed.

The details of the presentation and the Board members' comments with respect thereto are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority held on this date.

Metro North Railroad Committee

Procurement

Upon motion duly made and seconded, the Board approved the following competitive item:

Award of a publicly advertised competitively solicited personal services contract (PS864) to provide general engineering consultant services for the Penn Station Access. The base contract amount is \$32,240,000 and has a duration of 18 months. The Board also authorized MTACC to exercise up to two contract options.

A copy of the Resolution and the Staff Summary for the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

Board Member Moerdler remarked that this procurement originates from an idea 30 years ago from then Bronx Borough President Ferrer and that this project is a game changer for the people of the City of New York.

Board Member Pally remarked that he is confident that Long Island Rail Road, Metro North and Capital Construction working together can create a project that is tremendously beneficial for our region.

Board Member Brown remarked that this project is not just about giving mass transit access to a commuter desert but also an example of project that will benefit both city and suburban commuters.

Board Member Albert remarked that this Project is a dream come true for many rail advocates in the City. He expressed his appreciation to everyone who got this project up and running and can't wait to see it in operation.

Board Member Gluckman remarked that this was a long time coming and is a great project.

Board Member Weisbrod remarked that this is an example of how transit and housing can work effectively together to leverage each other for the benefit of not only the City but the region as a whole.

Acting Chairman Ferrer noted that if not for Governor Cuomo this break through would not have occurred and expressed his appreciation to the Governor. This is a big deal not only for the Bronx, but for Westchester, Connecticut, Midtown West and the entire region. We are finally making a link that's been missing for a long time that's important and will pay untold dividends in terms of job opportunities, housing and ease of transportation. This is a legacy project that we all can be proud of.

Board Member Metzger thanked everyone for their affirmative votes and stated this project has a variety of positive impacts and benefits to the entire region. It has been a long time coming and appreciates all of the work that many people did to bring this Project about and is glad it happened during Acting Chairman Ferrer's tenure as Chair.

Long Island Rail Road Committee

Upon motion duly made and seconded, the Board approved the following competitive items:

1. Award of competitively solicited zero dollar based personal service contracts (PS865-11 and PS865-21) to two (2) firms to provide professional staffing and services on an as-needed basis to MTA Capital Construction (MTACC), Long Island Rail Road (LIRR) and Metro North Railroad (MNR) for three years and with two one-year options. The approval also permits other MTA agencies to ride the contracts.
2. A modification to Contract 98-0001-01, Program Management Consultant for the East Side Access Project to extend the contract term through June 30, 2019 in the amount of \$33,165,470.

3. A modification to Contract CS179, Systems Facility Package No. 1 for the East Side Access Project to implement changes to the design of the Field Network provided by the CS179 Contractor in the Grand Central Terminal ("GCT") in the amount of \$2,450,000.
4. A modification to Contract CS179, Systems Facility Package No. 1 for the East Side Access Project for the installation of HVAC exhaust shafts and utilities at the 23rd Street Facility in the amount of \$1,910,000.

A copy of the Resolution and the Staff Summaries for the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

L Train Discussion

Board Member Saul remarked that the Board should have the opportunity to vote on the plan for the L Train. He also stated that he does not believe a decision to move forward in any direction should be made until the Independent Consultant whom the Acting Chairman previously stated would be brought on, has a chance to review the plan and advise the Board.

Acting Chairman Ferrer stated that an Independent Consultant will be hired.

Board Member Moerdler noted that we will have an Independent Engineer to advise and that we have a Governor who cares.

Board Member Saul stated that he does not believe we should move forward with the new L Train Plan prior to being advised by the Independent Consultant and the Board having the opportunity to vote on the new Plan.

Acting Chairman Ferrer stated he does not believe in creating uncertainty in riders of the L Train. As the Acting Chairman, he is not going to delay this project one day if he does not have to. The Board will be kept apprised and the process will be open to all the Board members. Any requests for information or documents is and will be immediately honored.

Board Member Albert stated that without hearing from the Independent Engineer, he is worried that we don't yet know enough to go with the new Plan.

Acting Chairman Ferrer stated that we are going to do both, go forward with the new plan while having an Independent Consultant advising the Board at the same time.

Adjournment

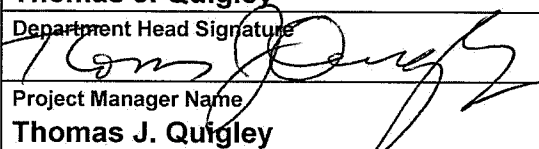
Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 11:17 a.m.

Respectfully submitted,



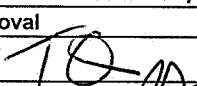
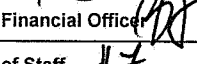
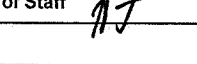
David K. Cannon
Assistant Secretary

Staff Summary

Subject Law Firm Panel Addition
Department MTA Office of General Counsel
Department Head Name Thomas J. Quigley
Department Head Signature 
Project Manager Name Thomas J. Quigley

Date FEBRUARY 25, 2019
Vendor Name Sive, Paget & Riesel P.C.
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/25/19	X		
2	Board	2/27/19	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 		
2	Chief Financial Officer 		
3	Chief of Staff 		

Purpose:

To obtain Board approval for retention of the law firm Sive, Paget & Riesel P.C. (the "Firm") effective as of November 5, 2018, and the addition of the Firm to the panel of Board approved outside counsel. The approval of the Firm is sought in respect to its representation of the Metropolitan Transportation Authority ("MTA") and the Triborough Bridge and Tunnel Authority ("TBTA") in connection with the proposed creation of a Congestion Tolling Program. The creation of a Congestion Tolling Program would require Federal Highway Administration ("FHWA") approval which includes an environmental review pursuant to the National Environmental Policy Act ("NEPA"). The Firm is a nationally recognized leader in Environmental Law. Moreover, based on its involvement with several New York projects reviewed and approved by FHWA, it has unique knowledge and experience regarding FHWA environmental review. As a result, the Firm's involvement during the creation of a Congestion Tolling Program will save time, add value and be cost effective.

Discussion:

As part of the Governor's 2019 budget, a bill is proposed to authorize TBTA to create a congestion tolling program for vehicles entering Manhattan below and inclusive of 60th street. The draft bill authorizes the TBTA to install, construct, maintain, and operate a congestion tolling program in Manhattan as far north as 60th street, but not including the FDR Drive. The creation of a Congestion Tolling Program would require FHWA approval which includes an environmental review pursuant to NEPA. The MTA and TBTA have not previously attempted to implement this type of tolling program. The implementation and associated environmental review would involve environmental legal issues not previously scrutinized by the MTA and TBTA.

Given the importance of the proposed Congestion Tolling Program and the need for expedient FHWA approval, the retention of outside counsel is necessary and appropriate to represent and protect the interests of MTA and TBTA during the establishment and implementation of the program if the bill or similar legislation is signed into law. The Firm is not only a nationally recognized environmental law firm but has extensive experience dealing with FHWA. Staff recommends that the Board authorize MTA's entry into a retainer with the Firm. The Firm has agreed to provide a 20% discount off standard billing rates for all work on this or any other matters for which it may be retained. The Firm's rates are competitive with rates of similarly qualified firms in this practice area.

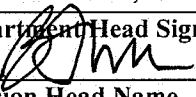
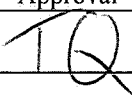

Staff Summary

FINANCE COMMITTEE MEETING [Subject] (Cont'd.)

Recommendation:

It is recommended that the Board approve the addition of the Firm to the approved outside counsel panel for matters other than personal injury, and authorize the MTA's execution of a retainer with the Firm as set forth above. As in the past, it is requested that the Board's approval of the Firm also authorize (i) the use of the Firm for any matter in addition to the instant, and other environmental matters, and (ii) the use of a successor firm, in the event the Firm should subsequently merge into another firm, or a partner or principal lawyer in charge of an MTA matter at the Firm move to a different firm.

Staff Summary

Subject Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties						Date February 25, 2019			
Department Chief Financial Officer / Treasury Department						Vendor Name			
Department Head Name Robert E. Foran , Chief Financial Officer						Contract Number			
Department Head Signature 						Contract Manager Name			
Division Head Name Josiane P Codio						Table of Contents Ref #			
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance Comm.	2/25/2019	X			1	Legal 	2	Chief of Staff 
2	Board	2/27/2019	X						

I. Purpose

To seek Finance Committee and MTA Board approval to authorize MRT-2 escalator payments to Dutchess, Orange and Rockland counties.

II. Discussion

The MTA statute requires that certain “mass transportation operating assistance” payments be made by the MTA to Dutchess, Orange and Rockland counties from MTA’s MRT-2 receipts. (These payments are made from funds established by PAL §1270-a, the Metropolitan Transportation Authority Special Assistance Fund, from which monies are transferred to the Metropolitan Transportation Authority Dutchess, Orange and Rockland Fund created by PAL §1270-b.) Under the statute, Dutchess and Orange Counties are each to receive no less than \$1.5 million annually, and Rockland County is to receive no less than \$2.0 million annually. The counties were paid these amounts in quarterly installments during 2018.

In addition to providing these minimum mass transportation operating assistance payments, the statute provides for an “escalator payment” based on the percentage by which total MRT-1 and MRT-2 receipts attributable to such county exceeds the receipts received in 1989 from such county. Pursuant to PAL §1270-a (4)(c), the MRT-1 increase is to be calculated as if the MRT-1 tax was 25 cents per \$100 of mortgage recorded and not the current 30 cents per \$100 of mortgage recorded. The escalator payment due each county based on the FY 2018 MRT receipts is determined as follows:

$$(\text{FY2018 MRT Receipts} - \text{FY1989 Base Year MRT Receipts}) / \text{FY1989 Base Year MRT Receipts} = \text{Escalator Rate}$$

$$\text{Escalator Rate} \times \text{Minimum Mass Transit Operating Assistance Payment} = \text{Escalator Payment}$$

The results of the above formulas for each county are:

<u>County</u>	<u>1989 Base Year MRT Receipt</u>	<u>2018 MRT Receipts Adj.¹</u>	<u>Escalator Rate</u>	<u>Escalator Payments</u>
Dutchess Cty	\$3,569,702.51	\$6,058,624.88	69.72%	\$1,045,852.85
Orange Cty	\$4,433,935.06	\$8,573,444.90	93.36%	\$1,400,395.96
Rockland Cty	\$4,524,064.27	\$8,934,439.65	97.49%	<u>\$1,949,740.37</u>
			Total	<u>\$4,395,989.19</u>

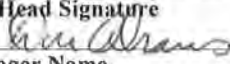
III. Recommendations

It is recommended that the Board authorizes escalator payments totaling \$4,395,989.19 to Dutchess, Orange and Rockland counties from available funds on deposit in the MRT-2 Corporate Transportation Account.

¹ The actual 2018 gross receipts for each of the counties was:

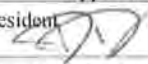
Dutchess Cty	\$6,788,402.92
Orange Cty	\$9,577,791.99
Rockland Cty	\$9,936,597.24


Staff Summary

Subject:	2018 TBTA Operating Surplus
Department:	Finance
Department Head Name	Dore Abrams
Department Head Signature	
Project Manager Name	Lloyd Jairam

Date	February 19, 2019
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	MTA B&T Committee	02/25/19			
2	MTA Finance Committee	02/27/19			
3	MTA Board	02/27/19			

Internal Approvals			
Order	Approval	Order	Approval
2	President 		VP Staff Services
	Executive Vice President		VP Procurement & Materials
	General Counsel		VP Labor Relations
	VP Operations		VP & Chief Engineer

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer 		Chief Technology Officer		Chief Health & Safety Officer		Chief EEO Officer
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		Other

PURPOSE:

To obtain MTA Board approval of resolutions which will:

- Certify and transfer \$701,956,071 operating surplus to the MTA and NYCTA pursuant to Section 1219-a(2)(b) of the Public Authorities Law of the State of New York.
- Transfer \$2,602,772 representing 2018 investment income to the MTA pursuant to Section 569-c of the Public Authorities Law of the State of New York.
- Advance the 2019 TBTA Surplus as per attached Resolution.

DISCUSSION:

The attached calculation and letter from Deloitte & Touche LLP represents the Triborough Bridge and Tunnel Authority's operating surplus for fiscal year ending December 31, 2018. The amount of surplus available for transfer to the MTA and NYCTA is \$701,956,071. The amount of investment income that is surplus funds and available to transfer to MTA for fiscal year 2018 is \$2,602,772.

BUDGET IMPACT: None.

ALTERNATIVES: None.

The legal name of MTA Bridges and Tunnels is Triborough Bridge and Tunnel Authority.

RESOLVED, that the Acting Chairman and Chief Executive Officer or their related designees are hereby authorized to certify to the Mayor of the City of New York and to the Acting Chairman of the Metropolitan Transportation Authority, that for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York, the amount of the Authority's operating surplus for its fiscal year ending December 31, 2018 is \$701,956,071.

RESOLVED, that this Authority hereby makes the following determination in respect of its operating surplus for its fiscal year ending December 31, 2018, for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York:

Operating Revenue	\$2,008,094,706
Operating Expense	<u>(501,264,246)</u>
Net Operating Revenue	\$1,506,830,460
Debt Service on Bonds	(680,720,544)
Contribution to the Capital Program	(119,663,998)
Interest Income on Unexpended Bond Proceeds and Debt Service Fund	4,401,766
Purchase of Capital Assets Funded from Operations	(9,684,036)
Decrease in Prepaid Expenses and other Adjustments	<u>792,423</u>
Operating Surplus	<u>\$ 701,956,071</u>

February 20, 2018

RESOLVED, that the amount of \$2,602,772 representing the Authority's investment income for the year 2018 is determined to be surplus funds of the Authority; and be it further

RESOLVED, that the amount of \$2,620,772 be transferred and paid over to Metropolitan Transportation Authority in a lump sum as soon as practicable pursuant to Section 569-c of the Public Authorities Law.

RESOLVED, pursuant to the provisions of paragraphs (b), (c), and (d) of subdivision 2 of Section 1219-a of the Public Authorities Law, that the Acting Chairman and Chief Executive Officer or their related designees are authorized in his discretion, to advance to Metropolitan Transportation Authority and New York City Transit Authority monthly, out of funds in the General Fund created by the General Revenue Bond Resolution which are attributable to the operations of the 2018 fiscal year (other than funds arising out of the investment of monies of the Authority) and which have been released and paid over to the Authority free and clear of the lien and the pledge of the General Revenue Bond Resolution as provided in Section 506 thereof, an aggregate amount not to exceed 90% of the Chairman's estimate of the sum which that month's operations, if available, will contribute to the "operating surplus" of the Authority which he anticipates will or may be certified and transferred for the fiscal year in which such month falls; and

RESOLVED, that the monies thus authorized to be advanced monthly shall be apportioned between Metropolitan Transportation Authority and New York City Transit Authority and paid as follows:

1. The first \$1.8 million to New York City Transit Authority;
2. Fifty percentum of the remainder to New York City Transit Authority (less applicable bond service); and
3. The remainder to Metropolitan Transportation Authority (less applicable bond service).

Triborough Bridge and Tunnel Authority

(A Component Unit of the Metropolitan Transportation Authority)

Agreed Upon Procedures Performed in
Connection with the Schedule of Operating
Surplus for the Year Ended December 31, 2018

INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING AGREED-UPON PROCEDURES

Members of the Board
Metropolitan Transportation Authority
New York, New York

We have performed the procedures enumerated in Exhibit B, which were agreed to by the Triborough Bridge and Tunnel Authority (the "Authority"), a component unit of the Metropolitan Transportation Authority ("MTA"), the MTA and the New York City Transit Authority, solely to assist the Authority in agreeing financial information presented in the Schedule of Operating Surplus for the year ended December 31, 2018 (Exhibit A) to the accounting records of the Authority. The Authority's management is responsible for the Authority's accounting records and the preparation of the Schedule of Operating Surplus (Exhibit A) and the Supporting Schedule to the Schedule of Operating Surplus (Exhibit C) for the year ended December 31, 2018. The sufficiency of these procedures is solely the responsibility of the parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures enumerated in Exhibit B either for the purpose for which this report has been requested or for any other purpose.

This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The agreed-upon procedures do not constitute an audit of the financial statements or any part thereof, the objective of which is the expression of an opinion on the financial statements or a part thereof. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the Board of Directors of the Metropolitan Transportation Authority and managements of Triborough Bridge and Tunnel Authority, Metropolitan Transportation Authority, and the New York City Transit Authority and is not intended to be and should not be used by anyone other than the specified parties.

Deloitte & Touche LLP

February 6, 2019

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2018

OPERATING REVENUES (Procedure 1)	\$ 2,008,094,706
OPERATING EXPENSES (Procedure 2)	<u>(501,264,246)</u>
NET OPERATING REVENUE	1,506,830,460
DECREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Procedure 2)	792,423
DEBT SERVICE ON BONDS (Procedure 3)	(680,720,544)
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS (Procedure 4)	4,401,766
ESTABLISHMENT OF GASB 43 RESERVE ACCOUNT (Procedure 7)	-
PURCHASE OF CAPITAL ASSETS FUNDED FROM OPERATIONS (Procedure 5)	(9,684,036)
CAPITAL CONTRIBUTION - PAYGO (Procedure 8)	(119,663,998)
ESTABLISHMENT OF NECESSARY RECONSTRUCTION RESERVE ACCOUNT (Procedure 6)	<u>-</u>
OPERATING SURPLUS	<u>\$ 701,956,071</u>

See Independent Accountants' Report on Applying
Agreed-Upon Procedures and accompanying notes.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

NOTES TO THE SCHEUDLE OF OPERATING SURPLUS FOR THE YEAR ENDED DECEMBER 31, 2018 (Exhibit A)

1. OPERATING SURPLUS CALCULATION REQUIREMENTS

- The operating surplus is calculated based upon Section 1219-a (2)(e) of the New York Public Authorities Law ("PAL") and various bond resolutions. This surplus is transferred to the Metropolitan Transportation Authority ("MTA") and the MTA New York City Transit Authority ("Transit"). The initial \$24 million in operating surplus is provided to Transit and the balance is divided equally between Transit and the MTA. Transit and the MTA are operationally and legally independent of the Triborough Bridge and Tunnel Authority (the "TBTA"), however, Transit and the TBTA are included in the MTA's consolidated financial statements because they operate under the direction of the MTA Board and the MTA is financially accountable for these entities.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS FOR THE YEAR ENDED DECEMBER 31, 2018 (Exhibit A)

1. OPERATING REVENUES

- We compared the “Operating Revenues” (net of other revenues) of the Triborough Bridge and Tunnel Authority (“TBTA”) appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA. We discussed with management their policy for recording operating revenue and they indicated that operating revenues were recorded using the accrual basis of accounting. We have been informed that operating revenues excluded interest income.

We found no exceptions as a result of the procedures.

2. OPERATING EXPENSES

- We compared the aggregate “Operating Expenses” of the TBTA appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA. We discussed with management their policy for recording operating expenses and they indicated that operating expenses were recorded using the accrual basis of accounting.

We found no exceptions as a result of the procedures.

- We compared the following expense items to the general ledger: “Interest Expense on Bond Indebtedness” and “Reimbursement of Personnel Costs,” as noted on Exhibit C.

We found no exceptions as a result of the procedures.

- We recalculated the “Decrease in Prepaid Expenses and Other Adjustments” appearing on the Schedule of Operating Surplus (Exhibit A) and compared it to the general ledger. We inquired if the operating expense was adjusted to include amounts charged to prepaid expenses and deferred charges on a cash basis of accounting and we have been informed that the operating expenses were adjusted to include amounts charged to prepaid expenses and deferred charges on a cash basis of accounting. We inquired whether any cash adjustments were made for changes in accounts payable, accrued expenses, or accounts receivable and we have been informed that no cash adjustments were made for changes in accounts payable, accrued expenses or accounts receivable.

We found no exceptions as a result of the procedures.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS FOR THE YEAR ENDED DECEMBER 31, 2018 (Exhibit A)

3. DEBT SERVICE ON BONDS

- We compared the “Debt Service” on the following bonds appearing on the Schedule of Operating Surplus (Exhibit A) to the TBTA debt service schedules:
 - General Revenue Bonds, and
 - Subordinate Revenue Bonds.

We found no exceptions as a result of the procedures.

- We compared the “Debt Service on Bonds” on the TBTA’s portion of debt service on the 2 Broadway Certificates of Participation to the TBTA debt service schedules.

We found no exceptions as a result of the procedures.

- We verified that in all cases, the debt service represents interest paid and/or accrued applicable to calendar year 2018 and the principal payment due January 1, 2019, on all bond indebtedness and certificates.

We found no exceptions as a result of the procedures.

4. INTEREST INCOME

- We compared the aggregated amounts of “Interest Income on Unexpended Bond Proceeds and Debt Service Funds” appearing on the Schedule of Operating Surplus (Exhibit A) to the debt service schedules and noted no differences. We inquired if interest income is excluded from operating revenue on the Schedule of Operating Surplus and we have been informed that interest income is excluded from “Operating Revenues” on the Schedule of Operating Surplus.

We found no exceptions as a result of the procedures.

- We inquired if interest income on the debt service fund consists of income from (1) the debt service funds established in connection with the 2 Broadway Certificates of Participation to the extent attributable to the TBTA’s portion of debt service thereon, and (2) the debt service funds established in connection with the TBTA Bonds from their respective dates of issuance and we have been informed that interest income on the debt service fund investments consists of income from (1) the debt service funds established in connection with the 2 Broadway Certificates of Participation to the extent attributable to the TBTA’s portion of debt service thereon, and (2) the debt service funds established in connection with the TBTA bonds from their respective dates of issuance. We inquired whether this amount was included in the computation of operating surplus as a reduction of debt service cost (therefore increasing

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS FOR THE YEAR ENDED DECEMBER 31, 2018 (Exhibit A)

operating surplus) and we have been informed that this amount was included in the computation of operating surplus as a reduction of debt service cost therefore, increasing operating surplus.

We found no exceptions as a result of the procedures.

- We inquired whether unexpended bond proceeds consist of bond moneys on deposit with the TBTA until expended for either transit or commuter projects or on the TBTA's bridges and tunnels and we have been informed that unexpended bond proceeds consist of bond moneys on deposit with the TBTA until expended for either transit or commuter projects or on the TBTA's bridges and tunnels.

We found no exceptions as a result of the procedures.

5. CAPITAL ASSETS FUNDED FROM OPERATIONS

- We compared the amount of "Purchase of Capital Assets Funded From Operations," which represents amounts paid and capitalized for vehicles and other fixed assets, appearing on the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We inquired whether these amounts were funded from operations and that such amounts represent a reduction of operating surplus appearing on the Schedule of Operating Surplus and we have been informed that these amounts were funded from operations and that such amounts represent a reduction of operating surplus appearing on the Schedule of Operating Surplus (Exhibit A).

We found no exceptions as a result of the procedures.

6. NECESSARY RECONSTRUCTION RESERVE

- We compared the amount appearing on the Schedule of Operating Surplus (Exhibit A) as "Establishment of Necessary Reconstruction Reserve Account" to the TBTA Financial Plan which was approved by the Finance Committee to set aside and reduce the operating surplus by \$0 (The Necessary Reconstruction Reserve Account was established by the TBTA by resolution adopted March 29, 1968) and noted no differences. We inquired that this amount, together with interest income thereon, is to be used to fund reconstruction of present facilities within the meaning of TBTA's General Revenue Bond Resolution and we have been informed that this amount, together with interest income thereon, is to be used to fund reconstruction of present facilities within the meaning of the TBTA's General Revenue Bond Resolution.

We found no exceptions as a result of the procedures.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS FOR THE YEAR ENDED DECEMBER 31, 2018 (Exhibit A)

7. GASB 43 RESERVE

- We compared the amount appearing on the Schedule of Operating Surplus (Exhibit A) as “Establishment of GASB 43 Reserve Account” to the TBTA Financial Plan which was approved by the Finance Committee, to set aside and reduce the operating surplus by \$0 and noted no differences.

We found no exceptions as a result of the procedures.

8. CAPITAL CONTRIBUTION-PAYGO

- We compared the amount appearing on the Schedule of Operating Surplus as “Capital Contribution- PAYGO” to the TBTA July Financial Plan 2019-2022 which was approved by the Finance Committee to set aside and reduce the operating surplus by \$119,663,998 and noted no differences.

We found no exceptions as a result of the procedures.

* * * * *

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

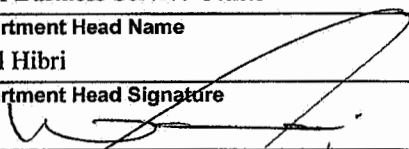
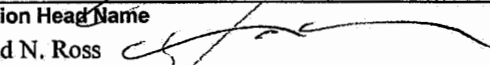
SUPPORTING SCHEDULE TO THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2018

TOTAL REVENUES		\$	2,010,697,478
LESS INTEREST INCOME			<u>2,602,772</u>
OPERATING REVENUES (Exhibit A)		\$	<u>2,008,094,706</u>
TOTAL EXPENSES		\$	890,799,321
LESS: Interest Expense on Bond Indebtedness	\$	368,359,218	
Reimbursement of Personnel Costs		<u>21,175,857</u>	<u>389,535,075</u>
OPERATING EXPENSES (Exhibit A)		\$	<u>501,264,246</u>
PREPAID EXPENSES AND OTHER ADJUSTMENTS:			
Balance December 31, 2017	\$	26,039,828	
Balance December 31, 2018		<u>25,247,405</u>	
DECREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Exhibit A)		\$	<u>(792,423)</u>
DEBT SERVICE:			
TBTA	\$	290,902,173	
MTA		119,864,794	
NYCTA		<u>265,551,811</u>	
Subtotal			676,318,778
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS (Exhibit A)			<u>4,401,766</u>
TOTAL DEBT SERVICE ON BONDS (Exhibit A)		\$	<u>680,720,544</u>

PROCUREMENTS



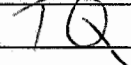
The Procurement Agenda this month includes 2 actions for a proposed expenditure of \$3.7M.

Staff Summary

Subject
Request for Authorization to Award Various Procurements
Department
MTA Business Service Center
Department Head Name
Wael Hibri
Department Head Signature

Division Head Name
David N. Ross 

Date
February 15, 2019
Vendor Name
Various
Contract Number
Various
Contract Manager Name
Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	2/25/2019	X		
2	Board	2/27/2019	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Procurement 	3	CFO 
2	Legal 		

PURPOSE:

To obtain approval of the Board to award various contracts/contract modifications and purchase orders, as reviewed by the MTA Finance Committee.

DISCUSSION:

MTAHQ proposes to award Non-competitive procurements in the following categories:

Schedule A: Non-Competitive Purchases and Public Work Contracts
 Schedule J: Modification to Miscellaneous Procurement Contracts

	<u># of</u>	<u>\$ Amount</u>
	<u>Actions</u>	
	1	\$ 974,671
	1	\$ 2,707,254
SUBTOTAL	2	\$ 3,681,925
TOTAL	2	\$ 3,681,925

BUDGET IMPACT: The purchases/contracts will result in obligating MTAHQ operating and capital funds in the amount listed. Funds are available in the current MTAHQ operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.

BOARD RESOLUTION
METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 120 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public works contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated quantity contracts set forth in Schedule L.

FEBRUARY 2019

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

A. Non-Competitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$250K Other Non-Competitive.) Note – in the following solicitations, NYC Transit attempted to secure a price reduction. No other substantive negotiations were held except as indicated for individual solicitations.

- | | | | |
|----|---|--|--------------------------------------|
| 1. | National Industries for the Blind
DBA NYSPSP
Purchase and Delivery of Various Safety Vests
Contract No. 400000000001903
Non-competitively negotiated – 24 months | \$974,671
<small>(not-to-exceed)</small> | <u><i>Staff Summary Attached</i></u> |
|----|---|--|--------------------------------------|

Board approval is sought for the award of a non-competitive, contract for the purchase and delivery of various safety vests for LIRR to the National Industries for the Blind (NYSPSP – New York State Preferred Source Program for People who are Blind), a New York State Preferred Source Vendor. The proposed contract term is two (2) years for an estimated amount not-to-exceed \$974,671. NYSPSP utilized the OGS price grid as a guide to providing pricing and has not exceeded the maximum dollar amount provided by (and deemed fair and reasonable by) OGS. The pricing offered for the proposed vests are 3-9% less than OGS pricing, therefore NYSPSP's pricing is considered fair and reasonable. A responsibility review of NYSPSP conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and NYSPSP has been found to be responsible.

FEBRUARY 2019

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

J. Modification to Miscellaneous Procurement Contracts

(Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$50K.)

- | | | | |
|----|--|--|--------------------------------------|
| 2. | Choice Distribution, Inc.
Hardware and Fastener Program
Contract Nos. Various, Modification No. 5
Base Amount = \$40,258,495
Current Contract Value = \$90,512,464
Proposed New Contract Value = \$93,219,718 | \$2,707,254
<small>(not-to-exceed)</small> | <u>Staff Summary Attached</u> |
|----|--|--|--------------------------------------|

Board approval is sought to extend a miscellaneous procurement contract with Choice Distribution, Inc. ('Choice') for the supply of hardware and fasteners for four (4) months ending July 31, 2019 in the not-to-exceed amount of \$2,707,254. This contract was originally awarded by Metro-North Railroad (MNR) for multi-agency use. To date, four modifications were issued that added funding to address increased usage and exercised two options. The proposed extension will allow for the finalization of a replacement contract pursuant to an all-agency procurement for Maintenance, Repair and Operations ('MRO') supplies. The current unit prices, deemed fair and reasonable for award of the base contract, will remain unchanged for this extension. The total estimated cost of this extension is consistent with the rate of spend from previous years. Based on the foregoing, pricing for this extension is deemed fair and reasonable. A responsibility review of Choice conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and Choice has been found to be responsible.

Staff Summary

Schedule A: Non-Competitive Purchases and Public Work Contracts

Page 1 of 1

Item Number: 1

Vendor Name (& Location): National Industries for the Blind DBA NYSPSP	Contract Number: 4000000000001903 LIRR	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Description: Purchase and Delivery of Various Safety Vest	Total Amount: Estimated \$974,671	
Contract Term (including Options, if any): Two (2) Years	Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Requesting Dept/Div & Dept/Div Head Name: LIRR -INVENTORY- LEON DELMARCO	
Procurement Type: <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	Contract Manager: Carla Butler-Blackburn	
Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Preferred Source		

DISCUSSION:

Board approval is sought for the award of a non-competitive, contract for the purchase and delivery of various safety vests for LIRR to the National Industries for the Blind (NYSPSP – New York State Preferred Source Program for People who are Blind), a New York State Preferred Source Vendor. The proposed contract term is two (2) years for an estimated amount not-to-exceed \$974,671.

This contract is being awarded to NYSPSP on a non-competitive basis in accordance with Section 162 of the New York State Finance Law, which provides that preferred sources may provide goods and services to New York State agencies to advance social and economic goals. Under the State Finance Law, a contract awarded to a preferred source provider such as NYSPSP is expressly exempt from statutory competitive procurement requirements provided they are, (i) capable of providing the service in the form, function and utility required and (ii) the price offered is as close to the prevailing market prices as is practicable. NYSPSP meets these requirements.

NYSPSP utilized the OGS price grid as a guide to providing pricing and has not exceeded the maximum dollar amount provided by (and deemed fair and reasonable by) OGS. The pricing offered for the proposed vests are 3-9% less than OGS pricing. Additionally, a market survey of a potential non-preferred source was conducted comparing NYSPSP's pricing with prevailing market prices. A market survey indicated that the NYSPSP pricing is between 8% to 30% higher than prevailing market prices for analogous safety vests, but those prices do not include the LIRR's required customizations including inside radio pockets, attachments to secure radio microphones, Velcro attachments for Union patches, reflective material on the back, MTA logo and Long Island Rail Road logos. Accordingly, pricing is considered fair and reasonable.

NYSPSP has prior experience providing these items to the LIRR, thus, LIRR consider the company to be technically sound and qualified to provide these safety vests.

Preferred Source procurements are exempt from M/WBE and SDVOB goals consideration by MTA Department of Diversity and Civil Right.

Staff Summary

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: **2**

Page 1 of 1

Vendor Name (& Location): Choice Distribution, Inc.
Description: Hardware and Fastener Program
Contract Term (including Options, if any): May 31, 2011 to March 31, 2019 (Incl. 2 Year Option)
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: MTAHQ Procurement, Wael Hibri, Sr. Director, MTA BSC

Contract Number: Various	AWO/Modification # 5
Original Amount:	\$ 40,258,495
Prior Modifications:	\$ 50,253,969
Prior Budgetary Increases:	\$
Current Amount:	\$ 90,512,464
This Request:	\$ 2,707,254
% of This Request to Current Amount:	3.0%
% of Modifications (including This Request) to Original Amount:	131.55%

DISCUSSION:

Board approval is sought to extend a miscellaneous procurement contract with Choice Distribution, Inc. ('Choice') for the supply of hardware and fasteners for four (4) months ending July 31, 2019 in the not-to-exceed amount of \$2,707,254. This contract was originally awarded by Metro-North Railroad (MNR) for multi-agency use. Previous modifications were issued to: i.) add \$15,320,000 in funding due to unanticipated increased usage of hardware and fasteners required for new railroad cars, subway cars and buses, as well as the expansion of rail/subway shops and facility requirements; and ii.) to exercise two (2) one-year options.

In April 2011, the Board approved this competitive, multi-agency contract for a period of five (5) years with two (2) one-year options. The contract provides-going replenishment of common hardware and fasteners (nuts, bolts, washers, lock nuts, etc.) used in the maintenance and repair of equipment including rail cars, locomotives, subway cars, buses, maintenance vehicles and communication equipment. Choice monitors and maintains on-site minimum/maximum material reorder levels and provides computerized reporting of usage at each setup location.

The proposed extension will allow for the finalization of a replacement contract pursuant to an all-agency procurement for Maintenance, Repair and Operations ('MRO') supplies.

The current unit prices, deemed fair and reasonable for award of the base contract, will remain unchanged for this extension. The total estimated cost of this extension is consistent with the rate of spend from previous years. Based on the foregoing, pricing for this extension is deemed fair and reasonable.

A responsibility review of Choice conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and Choice has been found to be responsible.

FEBUARY 2019
MTA REAL ESTATE
LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL


MTA LONG ISLAND RAIL ROAD

Lease agreement with Inatome New York, Inc. for a restaurant at 350 Sunrise Highway,
Lynbrook, New York

License agreement with Maple Drake Austell Owner, LLC for parking on LIRR property in Long
Island City

Memorandum of Understanding covering Penn Station improvements

Staff Summary

Subject LEASE AGREEMENT FOR A RESTAURANT AT 350 SUNRISE HIGHWAY, LYNBROOK, N.Y.
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name ROBERT GOLDBERG

Date FEBRUARY 25, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/25/19	X		
2	Board	2/27/19	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 		
2	Chief Development Officer		
3	Chief Financial Officer		
4	Chief of Staff		

AGENCY: MTA Long Island Rail Road ("LIRR")

LESSEE: Inatome New York, Inc., the principal of which is Keiji Inatome

LOCATION: 350 Sunrise Highway, Lynbrook, New York

ACTIVITY: Lease of space for a restaurant

ACTION REQUESTED: Authorization to enter into lease

TERM: 10 years, with one 5 year option

PREMISES: 2,400 square feet containing: 1,968 square feet of parking; and a 432 square foot building

COMPENSATION: \$16,200 first year, with 3% annual increases

COMMENTS:

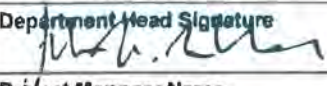
The following proposal was received for the Premises pursuant to an RFP issued in October 2018:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
Inatome New York, Inc.	\$16,200.00	\$16,686.00	\$17,186.00	\$17,702.00	\$18,233.00	
	Year 6	Year 7	Year 8	Year 9	Year 10	
	\$18,780.00	\$19,343.00	\$19,923.00	\$20,521.00	\$21,137.00	\$134,762.03
Option Period	Year 11	Year 12	Year 13	Year 14	Year 15	
	\$23,251	\$23,948	\$24,667	\$25,407	\$26,109	\$103,594.32

The Lessee will be responsible for renovating, operating and maintaining the Premises, as well as providing liability and insurance coverage, at its sole cost and expense. Renovations will include new kitchen equipment, custom made interior counters, fixtures and display racks. The principal of the Lessee, Keiji Inatome, will provide a limited personal guaranty of Lessee's obligations under the lease agreement.

Based on the foregoing, MTA Real Estate requests authorization for LIRR to enter into a lease agreement with the Lessee on the above-described terms and conditions.

Staff Summary

Subject LICENSE FOR PARKING ON LIRR PROPERTY IN LONG ISLAND CITY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name STEPHEN BROWN

Date FEBRUARY 25, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/25/19	X		
2	Board	2/27/19	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal 		
2	Chief Development Officer		
3	Chief of Staff		
4	Chief Financial Officer		

AGENCY: MTA Long Island Rail Road ("LIRR")

LICENSEE: Maple Drake Austell Owner, LLC

LOCATION: 3,790 square foot decommissioned freight rail siding adjacent to 47-37 Austell Place, LIC

ACTIVITY: Granting Licensee, an adjacent property owner, the right to park on LIRR property for employee and visitor parking

ACTION REQUESTED: Authorization to enter into a license agreement

TERM: 10 years, terminable at will by LIRR on 60 days' notice, at no cost

PROPERTY: Former Degnon Terminal Sidings, p/o Queens Block 97 Lot 1

COMPENSATION:

Year	Annual	Monthly	PSF
1	\$17,300.00	\$1,441.67	\$4.56
2	\$17,819.00	\$1,484.92	\$4.70
3	\$18,353.57	\$1,529.46	\$4.84
4	\$18,904.18	\$1,575.35	\$4.99
5	\$19,471.30	\$1,622.61	\$5.14
6	\$20,055.44	\$1,671.29	\$5.29
7	\$20,657.10	\$1,721.43	\$5.45
8	\$21,276.82	\$1,773.07	\$5.61
9	\$21,915.12	\$1,826.26	\$5.78
10	\$22,572.58	\$1,881.05	\$5.96

Present Value @ 7%: \$137,025.11

COMMENTS:

MTA Real Estate received a request from Licensee to license LIRR-owned property in Long Island City (the "Property") for Licensee's employee and visitor parking. Licensee owns the building located on the adjacent property at 47-37 Austell Place. The Property is a remnant of the LIRR's decommissioned Degnon Terminal freight sidings that, when combined with Licensee's property, functions as supplemental parking for non-commercial passenger vehicles.

Staff Summary

FINANCE COMMITTEE MEETING

LICENSE FOR PARKING ON LIRR PROPERTY IN LONG ISLAND CITY (Cont'd.)

Page 2 of 2

The MTA Real Estate Department Policies and Procedures for the Licensing of Real Property allows for the licensing of property without the need for competitive bidding through a Request for Proposals (an "RFP") under the following circumstances, among others, when an RFP would not otherwise generate competition: a) when there have been no inquiries on a property within the past 12 months (Circumstance #1), and b) when a property is located such that only a single adjacent owner can make use of such property (Circumstance #3). The property was approved for this use by the LIRR and does not affect railroad operations.

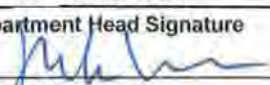
In addition to its own analysis, MTA Real Estate ordered a Broker's Opinion of Value (the "BOV") of the location. The BOV concluded that, based upon comparable parking in the vicinity, annual compensation in the amount of \$17,300 (\$4.56 psf) represents a fair and reasonable value for the Property. The BOV took into consideration the fact that the Property is not improved for market-rate parking and the fact that the Property is irregularly configured, which limits vehicle maneuverability and capacity.

Licensee will pave and stripe the Property, and if required, install curbing and lighting. It will also provide for snow removal and other maintenance.

The license agreement will include a 60-day, at will, termination provision and will be prepared in a form approved by MTA Legal.

Based on the foregoing, MTA Real Estate requests authorization for the LIRR to enter into a license agreement based upon the above described terms and conditions.

Staff Summary

Subject	PENN STATION CONCOURSE IMPROVEMENTS
Department	REAL ESTATE
Department Head Name	JOHN N. LIEBER
Department Head Signature	
Project Manager Name	ROBERT PALEY

Date	FEBRUARY 25, 2019
Vendor Name	
Contract Number	LIRR CONTRACT GEC 6168A-02-01
Contract Manager Name	
Table of Contents Ref. #	

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/25/19	X		
2	Board	2/27/19	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Legal		
2	Chief Development Officer		
3	Chief of Staff		
4	Chief Financial Officer		

AGENCIES: MTA Capital Construction ("MTACC")
Long Island Rail Road ("LIRR")

LOCATION: The LIRR Main Concourse, running approximately beneath 33rd Street, between Seventh and Eighth Avenues (the "Concourse") and connecting corridors located within a portion of Pennsylvania Station (the "Station").

ACTIONS REQUESTED: (1) Authorization to enter Memorandum of Understanding with One Penn Plaza LLC
(2) Approval of a modification to Long Island Rail Road Contract GEC 6168A-02-01 with AECOM USA, Inc. in the amount of \$4.5 Million

COMMENTS:

This program will renovate and improve LIRR's facilities on the lower level of the Station. It improves emergency egress and addresses pedestrian overcrowding and the aging and obsolescence of operational systems and architectural finishes.

To accomplish this, MTACC and LIRR seek authorization to enter into a Memorandum of Understanding (the "MOU") with One Penn Plaza LLC ("Vornado"), which controls much of the real estate in and around the Concourse, that will provide for widening of the Concourse and adding egress. In addition, MTACC and LIRR seek approval to award a contract modification to LIRR Contract GEC 6168A-02-01 with AECOM USA, Inc. in the amount of \$4.5 Million, to complete a 30% design and associated contract documents for a new entrance from street level into the Concourse on 33rd Street.

1. The MOU

Set forth below is a summary of certain material terms of the proposed transactions contemplated by the MOU:

a. Concourse Improvements Project

The Concourse improvements, upon completion, are expected to result in a Concourse that is 57 feet wide (up from approximately 37 feet) with approximately 18-foot ceilings and a high-quality, transit-oriented retail program on the North and South frontages of the Concourse and are expected to consist of:

- widening of the Concourse improvements to four (4) connecting corridors, including the Main Gate Corridor, Central Corridor, Exit Corridor and 34th Street Corridor;
- reconfiguration of the K-Mart premises, currently located on the north side of the Concourse within Vornado controlled space, to accommodate the widened Concourse and (x) back-of-house operating space for LIRR and Metro-North and (y) retail space, and (z) new circulation for the premises to be leased by K-Mart;

Staff Summary

FINANCE COMMITTEE MEETING

Penn Station Concourse Improvements



Metropolitan Transportation Authority

Page 2 of 2

- Generally, all costs are to be paid by MTA, including payments to Vornado to reimburse it for lost retail revenue resulting from the project, costs it incurs for construction and for overseeing the project. Vornado will (x) competitively bid the work pursuant to a to be agreed process; and (y) build the Concourse improvements for an agreed fixed price; and (z) deliver the completed project by December 2022.

b. New LIRR Entrance

- MTA and Vornado have agreed to design and complete a new entrance from street level into the Concourse on 33rd Street proximate to Seventh Avenue (the "New LIRR Entrance");
- The New LIRR Entrance will include stairs and 3 escalators to the Concourse and possibly a new elevator to provide additional access to the station;
- MTA will provide the preliminary design for the New LIRR Entrance; Vornado will then assume responsibility for completing the design, construction and delivery of the New LIRR Entrance on or before December 31, 2020 and MTA will pay Vornado an agreed fixed price; and
- In consideration of to be agreed amounts, Vornado will convey to MTA property rights necessary to accommodate the New LIRR Entrance and elevator to the Concourse.

c. Exchange of Space

- MTA and Vornado will swap an approximately 15,000 SF portion of the Station fronting on the North side of the Concourse (the "Concourse Widening Strip") conveyed to MTA for an additional approximately 19,000 SF of retail space on the South side of the Concourse (the "South Side Space") conveyed to Vornado;
- A portion of the amounts payable to Vornado will be in the form of a recurring rent credit, expected to be approximately \$1,800,000 per year (with a to be agreed upon annual inflation metric, the "Recurring Rent Credit"), subject to recalculation when costs are closer to being finalized. Vornado will lease to MTA approximately 43,750 SF of office space for LIRR and Metro-North operations, 14,750 SF of which will be located in the Concourse and 29,000 SF of which will be located on Lower Level 3 or in such other location(s) as mutually agreed (the "New MTA Operations Space").

2. Modification to AECOM's Contract

In December 2016, LIRR awarded Contract GEC 6168A-02-01 to AECOM to provide a 30% design for the Concourse program in the amount of \$6.7 million. Design studies and development performed throughout 2017 and 2018 included extensive pedestrian modeling which revealed worsening overcrowding and the need for a new entrance.

During this same period, Vornado announced its plans for re-developing 2 Penn Plaza, adding new street level retail along West 33rd Street up to their property line and moving their main entrance to West 33rd Street. Vornado is negotiating with the City of New York to design, pay for and maintain this new plaza. Vornado's plans have created both the opportunity and the necessity to work with Vornado to develop the MTA's new entrance, which was not part of AECOM's original contract.

To facilitate the current timeline for the entrance, the MTA must deliver a 30% design of the entrance and associated contract documents by April 1, 2019. MTACC and LIRR intend to return to the Board in April to seek approval to enter into a contract with Vornado for the construction of the entrance in accordance with the terms of the MOU.

The added scope to AECOM's contract includes the 30% design package for the new entrance, escalator specifications that will allow the early procurement of long-lead material and equipment, and developing a preliminary layout of certain spaces that MTA will lease from Vornado pursuant to the MOU and a lease agreement contemplated by the MOU.

The design for the remainder of the Concourse improvements will be procured separately by the MTA through a competitive Request for Proposals.

FUNDING:

LIRR has a \$170 Million project in the capital program to support this effort. The balance will be funded by the State of New York.

Procurement


Steve Plochochi, Senior Vice President



Vendor outreach and communication is a critical component in cultivating competition and a diverse supply chain. Procurement staff from all the MTA agencies frequently participate in outreach programs designed to inform Minority and Women-Owned Business Enterprises (MWBEs) and Service-Disabled Veteran-Owned Businesses of upcoming business opportunities at the MTA. Featured above are MTA Procurement staff with colleagues from the MTA Department of Diversity and Civil Rights at the 2018 New York State MWBE Forum in Albany. (Photo: NYS MWBE Forum held by Governor Andrew M. Cuomo)

PROCUREMENTS

The Procurement Agenda this month includes 10 actions for a proposed expenditure of \$64.5M.

Subject Request for Authorization to Award Various Procurements					
Department Procurement & Supply Chain – NYCT					
Department Head Name Stephen M. Plochowski					
Department Head Signature 					
Project Manager Name Rose Davis					
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	2/25/19			
2	Board	2/27/19			

February 15, 2019			
Department			
Department Head Name			
Department Head Signature			
Internal Approvals			
	Approval		Approval
 2/19/19	resident NYCT		
	SVP Operations Support		Pres. MTA Bus/SVP DOB
X	Capital Prog. Management	X	Subways
X	Law	X	Diversity/Civil Rights

Internal Approvals (cont.)

Order	Approval	Order	Approval	Order	Approval	Order	Approval

PURPOSE

To obtain approval of the Board to award various contracts and purchase orders, and to inform the NYC Transit Committee of these procurement actions.

DISCUSSION

NYC Transit proposes to award Noncompetitive procurements in the following categories:

Procurements Requiring Two-Thirds Vote:

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Noncompetitive Purchases and Public Work Contracts	1	\$ 6.0 M
• Bombardier Transportation (Holdings) USA, Inc.		\$ 6.0 M

Schedules Requiring Majority Vote:

Schedule G: Miscellaneous Service Contracts	1	\$ 46.1 M
• Fuji Electric Corp. of America		\$ 46.1 M

SUBTOTAL 2 \$ 52.1 M

MTA Capital Construction proposes to award Noncompetitive procurements in the following categories: NONE

MTA Bus Company proposes to award Noncompetitive procurements in the following categories: NONE

MTA Capital Construction proposes to award Competitive procurements in the following categories: NONE			
MTA Bus Company proposes to award Competitive procurements in the following categories: NONE			
NYC Transit proposes to award Competitive procurements in the following categories:			
<u>Schedules Requiring Majority Vote:</u>			
Schedule F: Personal Service Contracts		2	\$ 3.0 M
	SUBTOTAL	2	\$ 3.0 M
NYC Transit proposes to award Ratifications in the following categories:			
<u>Schedules Requiring Majority Vote:</u>			
Schedule K: Ratification of Completed Procurement Actions		6	\$ 9.4 M
	SUBTOTAL	6	\$ 9.4 M
	TOTAL	10	\$ 64.5 M
MTA Bus Company proposes to award Ratifications in the following categories: NONE			
MTA Capital Construction proposes to award Ratifications in the following categories: NONE			
NYC Transit proposes to award Ratifications in the following categories: NONE			
<p>COMPETITIVE BIDDING REQUIREMENTS: The procurement actions in Schedules A, B, C, and D are subject to the competitive bidding requirements of PAL 1209 or 1265-a relating to contracts for the purchase of goods or public work. Procurement actions in the remaining Schedules are not subject to these requirements.</p> <p>BUDGET IMPACT: The purchases/contracts will result in obligating funds in the amounts listed. Funds are available in the current operating/capital budgets for this purpose.</p> <p>RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)</p>			

BOARD RESOLUTION

WHEREAS, in accordance with Sections 1265-a and 1209 of the Public Authorities Law and the All-Agency General Contract Procurement Guidelines, the Board authorizes the award of certain noncompetitive purchase and public work contracts, and the solicitation and award of requests for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All-Agency Service Contract Procurement Guidelines and General Contract Procurement Guidelines the Board authorizes the award of certain noncompetitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts, and certain budget adjustments to estimated quantity contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All-Agency Service Contract Procurement Guidelines, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.

2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals, and authorizes the solicitation of such proposals.

3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.

5. The Board authorizes the execution of each of the following for which Board authorization is required: (i) the miscellaneous procurement contracts set forth in Schedule E; (ii) the personal service contracts set forth in Schedule F; (iii) the miscellaneous service contracts set forth in Schedule G; (iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; (v) the contract modifications to purchase and public work contracts set forth in Schedule I; and (vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.

6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

FEBRUARY 2019

LIST OF NONCOMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

A. Noncompetitive Purchases and Public Work Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$750K Other Noncompetitive.)

1. Bombardier Transportation (Holdings) USA, Inc.

\$6,000,000 (Est.)

Staff Summary Attached

Sole Source – Three-year omnibus

Purchase of replacement traction motor and propulsion controller parts for NYC Transit subway cars.

Procurements Requiring Majority Vote:

G. Miscellaneous Service Contracts

(Staff Summaries required for all items greater than: \$100K Sole Source; \$750K Other Noncompetitive; \$1M RFP; No Staff Summary required if sealed bid procurement.)

**2. Fuji Electric Corp. of America
Noncompetitive – 60-month contract
SSE #222177**

\$46,090,910

Staff Summary Attached

Reconditioning of Fuji door operator assemblies.

Schedule A: Noncompetitive Purchases and Public Work Contracts**Item Number:** 1

Vendor Name (Location) Bombardier Transportation (Holdings) USA Inc. (Pittsburgh, Pennsylvania)	
Description Purchase of traction motor and propulsion controller parts	
Contract Term (including Options, if any) March 1, 2019–February 28, 2022	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole-Source Approval	

Contract Number NONE	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$6,000,000 (Est.)	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: Procurement & Supply Chain, Stephen M. Plochochi	

Discussion

This is an omnibus approval request for items identified as obtainable only from Bombardier Transportation (Holdings) USA Inc. (“Bombardier Transportation”) and will eliminate the need to advertise and prepare individual procurement staff summaries for Board approval for each procurement over the small purchase threshold. NYC Transit is not obligated to generate any purchase orders pursuant to an omnibus approval. Any purchases made under this approval will be made pursuant to paragraph 9(b) of Public Authorities Law 1209, which allows for purchases of items that are available from only a single responsible source to be conducted without competitive bidding.

There are approximately 6,645 items covered by this approval for the purchase of replacement traction motor and propulsion controller parts supplied by Bombardier Transportation. These items are identified as obtainable only from Bombardier Transportation for the following reasons: sole pre-qualified item on the Qualified Products List and not available from any distributors or other sources, publicly advertised within a 12-month period without an acceptable alternate supplier, or proprietary to Bombardier Transportation. These items are advertised a minimum of once every 12 months to seek competition. A list of Bombardier Transportation’s sole-source items, as well as NYC Transit’s intention to purchase items on the list without competitive bidding, is available for download from the NYC Transit website at any time by any prospective vendor. These sole-source replacement parts will be used by the Division of Car Equipment (“DCE”) for Scheduled Maintenance Systems and normal maintenance for 2,830 subway cars (315 R62, 824 R62A, 425 R68, 200 R68A, 220 R142A, 212 R143, 128 R179, and 506 R188 cars) in the NYC Transit fleet.

The existing Bombardier Transportation omnibus approval for \$5 million was approved by the Board in November 2016 and expires November 30, 2019. There is a remaining balance of \$101,247 of unexpended funds on the existing omnibus approval, which is insufficient to support the requirements through the end of the existing omnibus approval. Therefore, Board approval is being sought early.

Procurement performed an analysis on the 21 contracts issued during the term of the existing omnibus approval that exceeded the small purchase threshold, which represents a total contract value of \$3,844,594. Of the 21 contracts, 14 items have comparative price history and represent 55.78 percent, or \$2,144,515, of the total dollar value of the contracts. A comparative price analysis of these 14 items revealed an annual weighted average price increase of 0.39 percent, which compares favorably with the Producer Price Index used for the analysis over the same time period, which shows an annual average increase of 1.36 percent. NYC Transit’s Cost Price Analysis Unit reviewed the comparative price analysis and concurred that the pricing offered by Bombardier is fair and reasonable.

Based on the current forecasts as well as projections for 2019 through 2022, it is anticipated that DCE will require approximately \$6M for the purchase from Bombardier Transportation of sole-source items exceeding the small purchase threshold. During the term of the new omnibus approval, 324 R62A, 245 R68, 200 R68A, 20 R142A, 96 R143, and 506 R188 subway cars will undergo a six-year overhaul, and 315 R62 and 100 R62A subway cars will undergo a 12-year overhaul.

Procurement, with the concurrence of DCE, believes that the amount requested will be sufficient to procure all sole-source materials that exceed the small purchase threshold from Bombardier Transportation for the next three-year period. Procurement and DCE will continue to research alternate sources of supply wherever possible. Pricing for any noncompetitive procurement is established by requesting a quotation for each item from Bombardier on an as-required basis, and each individual procurement is subject to a cost and/or price analysis and a determination that the price is fair and reasonable.

Schedule G: Miscellaneous Service Contracts

Item Number: 2

Vendor Name (Location) Fuji Electric Corp. of America (Edison, New Jersey)
Description Reconditioning of Fuji Linear Door Operator Assemblies
Contract Term (including Options, if any) 60 months
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Noncompetitive

Contract Number SSE 222177	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount: \$46,090,910	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: Department of Subways, Sally Librera	

Discussion

NYC Transit requests approval to award a 60-month miscellaneous service contract to Fuji Electric Corp. of America (“Fuji”) to recondition Fuji Door Operator Assemblies for 660 R160 subway cars.

The Fuji door operator assemblies, which are part of the subway car door system, open and close the subway car doors. Only 660 R160 cars are equipped with Fuji door operator assemblies, while the remaining 1,002 R160 cars utilize door operator assemblies manufactured by Vapor Stone Rail Systems (“Vapor”). The Fuji and Vapor door operator assemblies each use a different technology for door movement. After approximately 14 years of operation, the Fuji door operator assemblies require reconditioning to assure continued reliability. The Fuji door operators continue to exhibit the highest reliability when compared to other door systems in the NYC Transit fleet.

The Department of Subways, Division of Car Equipment (“DCE”) requested the reconditioning of 10,560 Fuji door operator assemblies (two per door, 16 assemblies per car) to support the Scheduled Maintenance System (“SMS”) on the 660 R160 subway cars from October 2019 thru October 2024. Fuji, the Original Equipment Manufacturer (“OEM”), is to perform the reconditioning of the door operator assemblies in its facility located in Plattsburgh, New York. All subway car door systems require periodic reconditioning, and this is the first time that a reconditioning will be performed on these Fuji door operator assemblies. NYC Transit does not currently have the expertise and tooling to perform this reconditioning work in-house. Removal and reinstallation of the door operator assemblies from/to the cars will be conducted by NYC Transit staff. As part of this contract, Fuji will provide the training and tooling to enable NYC Transit to perform this reconditioning work in the future.

Notwithstanding the requirement for the OEM to perform this work, Procurement conducted an outreach to determine if any other manufacturers or suppliers of this type of equipment were capable of providing the OEM parts and were authorized to perform the reconditioning. Three responses were received as a result of the Request for Information (“RFI”). However, none of the responders could provide assurance as to their ability to perform the reconditioning per OEM requirements nor had the experience in reconditioning these door operator assemblies. Only Fuji is capable to perform the work and has demonstrated the requisite experience and expertise.

Fuji’s proposal was in the amount of \$48,355,917. Negotiations resulted in the final price of \$46,090,910, which represents savings of \$2,265,006. Fuji’s final price also compares favorably to the independent estimate of \$52,429,007. MTA Audit conducted a review of Fuji’s material and labor costs. Procurement and Cost Price, with the concurrence of MTA Audit, have determined that the final price submitted by Fuji is fair and reasonable.


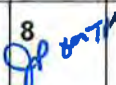

This contract is subject to review and approval of the Office of the New York State Comptroller, and an award will not be made prior to this approval.

FEBRUARY 2019**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL****Procurements Requiring Majority Vote:****F. Personal Service Contracts**

(Staff Summaries required for all items greater than: \$100K Sole Source; \$750K Other Noncompetitive; \$1M Competitive.)

- | | | |
|--|--------------------|--------------------------------------|
| 1. Carl J. Costantino Engineering, PLLC | \$1,500,000 | <u>Staff Summary Attached</u> |
| Three Proposals – 60-month contract | | |
| Contract # CM-1587 | | |
| Perform various soil consultant services. | | |
| | | |
| 2. GEOD Corporation | \$1,500,000 | <u>Staff Summary Attached</u> |
| Seven Proposals – 60-month contract | | |
| Contract # CM-1588 | | |
| Perform land surveyor consultant services. | | |

Staff Summary

Item Number 1			
Department, Department Head Name: SVP Procurement and Supply Chain, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Order	Approval
1	Materiel	6 X	CPM
2 X	Law	7 X	CFO
3 X	Budget	8  OPS	
4 X	DDCR		President
5 X	Subways		

SUMMARY INFORMATION	
Vendor Name Carl J. Costantino Engineering, PLLC	Contract No. CM-1587
Description Soil Consultant Services	
Total Amount \$1,500,000	
Contract Term 60 Months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Purpose

To obtain Board approval to award competitively solicited Indefinite Quantity Consultant Contract CM-1587 to Carl J. Costantino Engineering, PLLC ("CJC") to perform various soil and geological evaluations on miscellaneous NYC Transit design and construction project sites on an as-needed basis for a total not-to-exceed amount of \$1,500,000. The contract duration will be 60 months.

Discussion

Under this contract, soil consulting services at various NYC Transit design and construction project sites will be performed. The work will include (1) on-site inspections, evaluation of boring samples, (2) submission of technical reports, (3) conducting of technical training seminars; and (4) testing and evaluation of site soil conditions, and submission of reports documenting the results. The findings will potentially affect existing and proposed NYC Transit structures during both the design and construction of temporary and permanent work by identifying the underlying soil composition beneath and surrounding the affected structures to determine the feasibility of proceeding with the work. The selected consultant will provide input to NYC Transit engineers, consultants, and contractors in relation to any renovation and upgrade work performed on NYC Transit property.

A one-step Request for Proposal ("RFP") was issued requiring the submission of technical and cost proposals. Extensive outreach was also performed to enhance participation. The following three firms submitted proposals: CJC; Distinct Engineering Solutions, Inc. ("DESI"); and SA Engineering, LLC ("SAE"). The Selection Committee ("SC") reviewed the written technical proposals in accordance with the established evaluation criteria, which included: Plan of Approach, Relevant Experience, Current Workload of Key Personnel, Diversity Practices, and Past Performance on Similar Projects. Oral presentations were also conducted with the three RFP respondents.

After oral presentations, the SC voted to conduct negotiations with two firms: CJC and DESI. This selection was based on the demonstrated knowledge and experience of the teams proposed. SAE's technical proposal did not demonstrate sufficient relevant experience to meet the requirements of this project. The initial cost proposals from the two firms selected for negotiations were as follows: CJC – \$1,325,037 and DESI – \$1,560,246. The in-house estimate was \$1,496,962.

Negotiations were conducted with the two firms, which focused on scope of work, direct labor rates, overhead, and fixed fees. The RFP provided proposers specific titles and estimated hours to facilitate equal price comparison and evaluation among the proposals. Prices were negotiated to levels consistent with the cost/price objective and competitive price range for the project.

Staff Summary

Best and Final Offers (“BAFOs”) were received as follows: CJC – \$1,183,797 and DESI – \$1,481,193. The in-house estimate remained at \$1,496,962. CJC’s BAFO of \$1,183,797 is \$313,165 or 21 percent lower than the in-house estimate, and represents a reduction of \$141,240 from its initial proposal.

The SC unanimously voted to recommend award of the contract to CJC, as CJC was technically superior and offered the more favorable cost to NYC Transit. In addition to technical strengths, CJC demonstrated its capability to successfully represent NYC Transit when faced with legal/economic challenges.

Based on the competitive nature of the RFP and the cost analysis performed, CJC’s BAFO was determined to be fair and reasonable.

M/W/DBE Information

The MTA Department of Diversity and Civil Rights has assigned zero goals to this contract.

Alternatives

None. NYC Transit lacks the in-house technical personnel to perform the specific tasks required under the scope of work for this contract.

Capital Program Reporting

This contract has been reviewed for compliance with the requirements of the 1986 legislation applicable to Capital Contract Awards and the necessary inputs have been secured from the responsible functional departments.

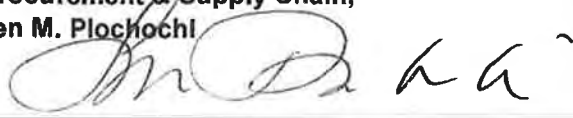
Impact on Funding

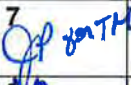

This contract will be funded with 100 percent MTA funds. No award will be made until a WAR Certificate is received.

Recommendation

That the Board approve to award competitively solicited Indefinite Quantity Consultant Contract CM-1587 to CJC to perform various soil and geological evaluations on miscellaneous NYC Transit design and construction project sites on an as-needed basis over a 60-month period for a not-to-exceed amount of \$1,500,000.

Staff Summary

Item Number 2				SUMMARY INFORMATION	
Department, Department Head Name: SVP Procurement & Supply Chain, Stephen M. Plochocki 				Vendor Name GEOD Corporation	
				Contract CM-1588	
Description Land Surveyor Consultant Services					
Total Amount \$1,500,000					
Contract Term (including Options, if any) 60 months					
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No					
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive					
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:					
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:					

Internal Approvals			
Order	Approval	Order	Approval
1	Materiel	6 X	CFO
2 X	Law	7  2/19/19	OPS
3 X	Budget	8  2/19/19	President
4 X	DDCR		
5 X	CPM		

Purpose

To obtain Board approval to award competitively solicited Indefinite Quantity Consultant Contract CM-1588 for Land Surveyor Consultant Services to GEOD Corporation ("GEOD") to perform land surveyor services on an as-needed basis for a total not-to-exceed amount of \$1,500,000. The contract duration will be 60 months.

Discussion

Consultant services under this contract include (1) preparation of legal title surveys, (2) establishment of baselines, monuments, and benchmarks, (3) preparation of property damage and acquisition maps for real property, and (4) 3-D scanning and modeling. Results from the surveys serve as a guide to ensure that the established legal boundaries are recorded in NYC Transit's records prior to purchasing a property or requesting a temporary or permanent easement of such property. GEOD is currently performing these services under Contract CM-1395.

A one-step Request for Proposal ("RFP") was issued requiring submission of technical and cost proposals. Seven firms responded: GEOD; KC Engineering & Land Survey, P.C.; KS Engineers, P.C. ("KSE"); MCLAREN Engineering Group; MJ Engineering & Land Surveying, P.C. ("MJE"); N&P Engineers & Land Surveyors, PLLC; and Tectonic Engineering & Surveying Consultants, P.C. The proposals were reviewed and evaluated by the Selection Committee ("SC") based on the evaluation criteria contained in the RFP, which included: Plan of Approach, Experience in Relevant Areas, Experience of Key Personnel and Project Team, Current Workload, Management Approach, Quality Assurance Plan, Diversity Practices, and Other Relevant Matters. The SC subsequently selected three firms for negotiations: GEOD, KSE, and MJE. The remaining four proposers were not recommended due to inadequate relevant qualifications, resources, and/or experience.

The initial cost proposal from each of the three firms selected for negotiations were as follows: GEOD – \$1,052,485, KSE – \$1,087,167, and MJE – \$1,330,527. The in-house estimate was \$1,461,559. Negotiations with the three firms focused on direct labor rates, overhead rates, and fixed fees. Overhead rates were reviewed and approved by MTA Audit. The RFP provided proposers specific titles and estimated hours to facilitate equal price comparison and evaluation among the proposals.

After negotiations, Best and Final Offers ("BAFOs") were requested and received as follows: GEOD – \$959,770; KSE – \$1,004,537; and MJE – \$1,205,727.

Staff Summary

The SC unanimously voted to recommend GEOD for award. The SC considered GEOD's solid experience, technical qualifications, and performance under the current contract in their determination. GEOD has extensive experience in the New York City area including providing land surveyor services for NYC Transit, New York Power Authority, and the Port Authority of New York & New Jersey.

In addition to GEOD being deemed technically superior, GEOD's BAFO provides the best value to NYC Transit. Their BAFO of \$959,770 is \$501,789 or 34.3 percent less than the engineer's estimate and represents a reduction of \$92,715 from its initial proposal. Based on the competitive nature of the RFP and the cost analysis performed, the BAFO was determined to be fair and reasonable.

M/W/DBE Information

The MTA Department of Diversity and Civil Rights has established 15 percent MBE, 15 percent WBE and 6 percent Service-Disabled Veteran-Owned Business ("SDVOB") goals on this contract. GEOD Corporation submitted a MWBE/SDVOB utilization plan projected to exceed the 36 percent MWBE/SDVOB requirement. GEOD Corporation has not completed any MTA contracts with goals; therefore, no assessment of the firm's M/W/DBE performance can be determined at this time.

Alternatives

Perform the work using in-house personnel. At this time, NYC Transit lacks available staff with the expertise necessary to perform the specific tasks required under the scope of work for these projects.

Capital Program Reporting

This contract has been reviewed for compliance with the requirements of the 1986 legislation application to Capital Contract Awards and the necessary inputs have been secured from the responsible functional departments.

Impact on Funding

This contract will be funded with 100 percent MTA funds. No award will be made until a WAR Certificate is received.

Recommendation

That the Board approve to award competitively solicited Indefinite Quantity Consultant Contract CM-1588 for Land Surveyor Services to GEOD to perform land surveyor services on an as-needed basis for a total not-to-exceed amount of \$1,500,000. The contract duration will be 60 months.

FEBRUARY 2019

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

K. Ratification of Completed Procurement Actions (Involving Schedule E–J)

(Staff Summaries required for items requiring Board approval.)

		<u>Staff Summary Attached</u>
Skanska USA Civil Northeast, Inc.		
1. Contract# A-36622B.3	\$9,379,500 (Aggregate)	↓
2. Contract# A-36622B.35	\$1,675,000	↓
3. Contract# A-36622B.36	\$1,050,000	↓
4. Contract# A-36622B.39	\$972,000	↓
5. Contract# A-36622B.40	\$2,500,000	↓
6. Contract# A-36622B.48	\$1,850,000	↓
		↓
Modifications to the contract for Enhanced Station Initiative Package 2 for the design and construction of improvements at the 30th Avenue, Broadway, 36th Avenue, and 39th Avenue stations, in order to provide for steel repairs to the platform/span girders at the Broadway and 39th Avenue stations, and implementation of dynamic wayfinding at the 30th Avenue, Broadway, 36th Avenue, and 39th Avenue stations along the Astoria line in Queens.		

Item Number: 1–6

Vendor Name (Location) Skanska USA Civil Northeast, Inc. (Queens, New York)	
Description Enhanced Station Initiative – Package 2, Design and Construction of Improvements at the 30th Avenue, Broadway, 36th Avenue, and 39th Avenue Stations, Astoria, Queens Line	
Contract Term (including Options, if any) April 14, 2017–February 15, 2019	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: Capital Program Management, Alok Saha	

Contract Number	AWO/Mod. #s
A-36622B	3, 35, 36, 39, 40, 48
Original Amount:	\$ 149,680,000
Prior Modifications:	\$ 17,161,963
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 166,841,963
This Request:	\$ 9,379,500
Modification 3: \$1,675,000	
Modification 35: \$1,050,000	
Modification 36: \$ 972,000	
Modification 39: \$2,500,000	
Modification 40: \$1,850,000	
Modification 48: \$1,332,500	
% of This Request to Current Amount:	5.6%
% of Modifications (including This Request) to Original Amount:	17.7%

Discussion

These retroactive modifications are for revisions to the 39th Avenue station mezzanine layout, steel repairs to the platform/span girders at the Broadway and 39th Avenue stations; and implementation of dynamic wayfinding at the 30th Avenue, Broadway, 36th Avenue, and 39th Avenue stations along the Astoria line in Queens.

The Enhanced Station Initiative (“ESI”) Package 2 covers (1) design, (2) demolition, (3) state-of-good-repair work including concrete and steel repairs of the elevated structure, and full and partial stair replacement including new street stair canopies, (4) new platform canopies and windscreens, (5) upgraded electrical and communication systems including new closed-circuit TV cameras in control areas, (6) new signage and navigation systems providing service information located at street level (totems), fare control and platform (dashboards) areas, (7) new mezzanine concrete floor slabs with granite floor tiles, (8) new glass and metal façade walls and glass barriers in the fare control areas, (9) charging stations, benches and leaning bars, and (10) contemporary art.

Revisions to Mezzanine Layout

Modification 36: The base contract required reconfiguration of the 39th Avenue station mezzanine, including the Track Crew Maintenance Quarters, to accommodate a new scrubber room, improve passenger circulation to and from the platforms, and provide a passenger waiting space. During the design development phase, it was determined that the revised crew quarters did not have sufficient space for all required lockers, tool storage, and male and female toilet facilities. This modification addresses a revised layout that provides an improved crew quarters space including all requirements for architectural, mechanical, electrical, lighting, plumbing, and fire alarm items. Skanska submitted its proposal in the amount of \$1,137,067. The revised in-house estimate is \$904,436. Negotiations resulted in the agreed-upon lump-sum price of \$972,000. Savings of \$165,067 were achieved.

Structural Steel Repairs

The base contract requires the removal and replacement of the concrete platform slab at the area of each platform above the mezzanine. Removal of the concrete slab at the Broadway and 39th Avenue stations revealed severe corrosion to the platform/span girders, which span approximately 66 feet across the street intersection below the mezzanine of each station. The corrosion necessitated replacement of the top flange plates and repairs to the web of the northbound and southbound girders of each station. These repairs are addressed in separate modifications as it was necessary to perform this work in sequence with the top flange repairs occurring first to enable the subsequent web

repairs to proceed without the need for temporary support of the elevated structure. Accordingly, the top flange repair is addressed in Modification 39, and the web repair is addressed in Modification 40; both are essential to maintain a state of good repair. Similar conditions were present at the 30th and 36th Avenue stations, and was addressed in Modifications 21 and 28, which were approved by the MTA Board in July 2018, at which time the Board was also notified of the initiation of Modifications 39 and 40.

Modification 39: This modification is for the replacement of the deteriorated top flange plates of the platform/span girders at the Broadway and 39th Avenue stations. Work included design, procurement, fabrication of new top flange steel plates, temporary shoring and jacking of the existing girders during replacement of the plates, and removal of additional concrete as needed to facilitate the work. Skanska submitted its proposal in the amount of \$2,925,477. The in-house estimate is \$2,531,731. Negotiations resulted in the agreed-upon lump-sum price of \$2,500,000. Savings of \$425,477 were achieved.

Modification 40: This modification is for the installation of steel plates to repair the web of the platform/span girders at the Broadway and 39th Avenue stations. Work included design, procurement, fabrication of the new steel plates, removal of the existing concrete track slab adjacent to the girder, removal of rivets and existing angles, cleaning the steel to accept the new steel plates, installation of the steel and restoration of the track slab including rebar, structural concrete, waterproofing, and topping slab. Skanska submitted its proposal in the amount of \$2,191,018. The revised in-house estimate is \$1,718,337. Negotiations resulted in the agreed-upon lump-sum price of \$1,850,000. Savings of \$341,018 were achieved.

Dynamic Wayfinding

The base contract specifies that new street entrance totems, control area dashboards, and platform dashboards are to be fabricated and installed at all Package 2 stations, all with static wayfinding signage in enclosures that must be able to accommodate future digital signage. The purpose of these information points is to facilitate customer trip planning and neighborhood orientation. Dynamic wayfinding was always contemplated to be included in ESI stations as part of the ESI Program's focus toward improving the customer experience. However, as the requirements and preliminary design could not be developed in time for the contract award, it was not included in the base contract. Dynamic wayfinding enables the communication of rotating content including real-time service information for the benefit of customers at street level, fare control areas, and platform level.

Modification 3: This modification is for the installation of digital screens at the 30th and 36th Avenue stations. Work included design, procurement, configuration, installation, integration and testing including all associated hardware, cabling, and revisions to enclosures to introduce dynamic wayfinding into the 30th and 36th Avenue stations. Skanska submitted its proposal in the amount of \$3,008,857. The in-house estimate is \$1,524,694. Negotiations resulted in the agreed-upon lump-sum price of \$1,675,000. Savings of \$1,333,857 were achieved.

Modification 35: The base contract requires the installation of Customer Information Signs ("CIS displays"), or countdown clocks, at the mezzanine and platforms of each Package 2 station. Work under this modification included design, procurement, and installation of additional CIS displays at 13 entry stairs at all four stations in Package 2. Skanska submitted its proposal in the amount of \$1,241,020. The in-house estimate is \$994,476. Negotiations resulted in the agreed-upon lump-sum price of \$1,050,000. Savings of \$191,020 were achieved.

Modification 48: This modification is for the installation of digital screens at the Broadway and 39th Avenue stations. Work included design, configuration, installation, integration, and testing including all associated cabling and hardware fabrication associated with revised screen mounting details to introduce dynamic wayfinding into the Broadway and 39th Avenue stations. Skanska submitted its proposal in the amount of \$1,863,999. The in-house estimate is \$1,270,430. Negotiations resulted in the agreed-upon lump-sum price of \$1,332,500. Savings of \$531,499 were achieved.

Procurement finds all agreed pricing to be fair and reasonable.

Pursuant to the approval of retroactive waivers by the SVP, Capital Program Management, work under all modifications commenced immediately in order to maintain the reopening dates of the stations. All work in each modification has been completed. Approval was also obtained from the VP, Materiel authorizing payment up to the agreed amount of all but Modification 36 prior to approval.

In connection with a previous contract awarded to Skanska, Skanska was found to be responsible notwithstanding significant adverse information ("SAI") pursuant to the All-Agency Responsibility Guidelines, and such responsibility finding was approved by the MTA Chairman and Chief Executive Officer in consultation with the MTA General Counsel in November 2014. No new SAI has been found relating to Skanska and Skanska has been found to be responsible.



Subject	Request for Authorization to Award Various Procurements
Department	Procurement and Material Management
Department Head Name	Al Muir, Sr. Director
Department Head Signature	
Project Manager Name	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm Mtg	2-25-19	X		
2	MTA Board Mtg	2-27-19	X		

Date	February 14, 2019
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Internal Approvals			
	Approval		Approval
X	President	X	V.P. & General Counsel
X	Executive Vice President	X	V.P. Capital Programs
X	Sr. V.P. Operations	X	Executive Director Management & Budget

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval

PURPOSE:

To obtain approval of the Board to award various contracts/contract modifications and purchase orders, and to inform the MTA Metro-North Railroad Committee of these procurement actions.

DISCUSSION:

MNR proposes to award non-competitive procurements in the following categories:

of Actions \$ Amount

NONE

Schedules Requiring Two-Thirds Vote (or more, where noted)

NONE

Schedules Requiring Majority Vote

SUB TOTAL:

**MNR proposes to award competitive procurements in the following categories:**

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule C:	Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	2	\$12,451,216
	• Powell Electric Systems, Inc. \$9,826,216		
	• Loram Maintenance of Way, Inc. \$2,625,000		
<u>Schedules Requiring Majority Vote</u>		NONE	
SUB TOTAL:		2	\$12,451,216

MNR presents the following procurement actions for Ratification:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE
<u>Schedules Requiring Majority Vote</u>	NONE
SUB TOTAL:	
TOTAL:	2 \$12,451,216

The contractors noted above and on the following Staff Summary Sheets have been found in all respects responsive and responsible, and are in compliance with State laws and regulations concerning procurements.

BUDGET IMPACT: The purchases/contracts will result in obligating MNR operating and capital funds in the amount listed. Funds are available in the current MNR operating/capital budgets for this purpose.

RECOMMENDATION: That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 1209 of the Public Authorities law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain change orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in the annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.

2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which it is deemed in the public interest to obtain authorization to solicit competitive proposals through a publicly advertised RFP for the reasons specified therein the Board declares it to be impractical or inappropriate to utilize a procurement process inviting sealed bids with award to the lowest responsive/responsible bidder.

3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.

4. The Board ratifies each action taken set forth in Schedule D for which ratification is requested.

5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.

6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.

FEBRUARY 2019

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)
(Staff Summaries required for items requiring Board approval)

1. Powell Electric Systems, Inc. \$9,826,216 (not-to-exceed) Staff Summary Attached
Design & Furnish nine DC Traction Power Switchgear Systems

Approval is requested to award a 22-month competitively solicited design-build contract (RFP process; 2 proposals received) in the not-to-exceed amount of \$9,826,216 to Powell Electrical Systems, Inc. to design and furnish DC traction power switchgear systems for nine Metro-North Hudson and New Haven Line substations.

MNRs' Power Department is seeking to retain services to design and furnish DC traction power switchgear system at nine substations at MNR's Hudson and New Haven Lines.

This switchgear system will replace the existing low voltage DC metal-enclosed power switchgear, high speed DC low voltage main and feeder circuit breakers, and related equipment which are approximately 25 years old and have exceeded their life cycle. The new switchgear to be installed in the existing substations will maintain capability for a reliable power supply, as well as provide the necessary high-power capacity to meet future requirements.

On July 27, 2018, twenty-five firms were provided the RFP and on September 05, 2018, two proposals were received from Powell Electrical Systems Inc (Powell), and Myers Controlled Power, LLC. A review of the no bid responses indicated that manufacturers did not have the capabilities to meet all elements of this scope of work. The two firms submitted cost proposals in the amount of \$9,928,100 and \$14,210,929 respectively.

After reviewing the proposal packages, the Committee invited both firms in for oral presentations. Following oral presentations that were conducted on October 19, 2018, the Selection Committee requested both firms provide updated technical and commercial proposals. The revised proposals were received in the amount of \$9,892,346 (Powell) and \$13,924,455 (Myers).

The Selection Committee comprised of members representing MNR's Procurement, Power, and Maintenance of Way (MofW) Departments evaluated the final proposals and unanimously selected Powell Electrical Systems, Inc. The Selection Committee determined that the combination of Powell's technical capability, manufacturing capability, rail and power substation experience, and project plan best met MNR's stated selection criteria and presented the highest technical competence and overall best value. The Myers proposal was deemed to be outside of the competitive price range. The Committee further found that Myers approach to the design required extensive mechanical and electrical engineering time, as well as increased fabrication time. This created greater technical risk along with the associated cost of those efforts.

required extensive mechanical and electrical engineering time, as well as increased fabrication time. This created greater technical risk along with the associated cost of those efforts.

On December 13, 2018, MNR's Project Manager, Procurement Contract Manager and Powell engaged in negotiations which resulted in a further reduction of \$66,130 for a final cost of \$9,826,216.

Powell's price proposal is less than the Engineer's estimate of \$10,544,249 and was responsive to MNR's specified technical requirements. The price offered is deemed fair and reasonable.

Board approval is requested in the not-to-exceed amount of \$9,826,216 for the 22-month term and is 100% federally funded.

2. Loram Maintenance of Way, Inc. \$2,625,000 (not-to-exceed) Staff Summary Attached
Rail Grinding Services

Metro-North seeks Board approval to award a three-year competitively-negotiated public works contract in the not-to-exceed amount of \$2,625,000 to the firm Loram Maintenance of Way, Inc. ("Loram") to provide self-propelled rail grinding services (equipment and personnel) at various points along MNR's right of way.

Rail grinding is considered the single most effective maintenance practice to control the effects of rolling contact fatigue on the running rail by restoring the rail profile, and maximizing the value from the rail asset. Operating benefits of periodic rail grinding include: reduction of broken rails, extension of rail life, extended track component life, and improved ride quality.

Rail grinding is a seasonal operation with a limited timeframe for its completion. There is limited capacity in the industry, and MNR faces competition for these scarce resources from railroads throughout North America. Prior to the solicitation, a Request for Expression of Interest (RFEI) was sent to 15 firms in the Maintenance of Way industry with respect to upcoming rail grinding needs for MNR territories in New York and Connecticut. These firms were provided with a project overview. As a result of the RFEI, two firms (Loram and RailWorks) expressed interest in submitting a bid for rail grinding.

On October 17, 2018, a single bid was received from Loram in the total amount of \$2,625,000. A discussion with Railworks, who elected to not bid, found that the location and availability of their labor force and equipment made it impractical for Railworks to compete on this project, despite their previously stated interest in bidding. Railworks labor and equipment has been dispatched to other properties including Amtrak.

Loram confirmed that they are providing MNR with their most favored pricing for the rail grinding services. The hourly rates are fixed for all the work to be completed in 2019. The fixed rates include the furnishing of all necessary equipment and labor (operators), consumables (oil), materials, tools, permits and maintenance of equipment for the duration of the three-year contract term. All rates for the subsequent years (2020 and 2021) shall be escalated in accordance with the Bureau of Labor Statistics. Railgrinding activities are conducted at night for safety and to minimize impact to Railroad operations.

Board approval is requested in the not-to-exceed amount of \$2,625,000 for the three-year term. This procurement is to be funded by the MNR Operating Budget.

Staff Summary

Item Number C					
Dept & Dept Head Name: Procurement & Material Management, Al Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Susan Doering					
Board Reviews					
Order	To	Date	Approv	Info	Other
1	M-N Comm.Mtg.	2-25-19	x		
2	MTA Board Mtg.	2-27-19	x		
Internal Approvals					
Order	Approval	Order	Approval		
x	President	x	Executive Director Mgmt. & Budgets		
x	Sr. V.P. Operations				
x	V.P. & General Counsel				
x	V.P. Capital Programs				

SUMMARY INFORMATION	
Vendor Name Powell Electrical Systems, Inc.	Contract Number 128720
Description Design & Furnish nine DC Traction Power Switchgear Systems	
Total Amount \$9,826,216 (not-to-exceed)	
Contract Term (including Options, if any) 22 Months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to award a 22-month competitively solicited design-build contract (RFP process; 2 proposals received) in the not-to-exceed amount of \$9,826,216 to Powell Electrical Systems, Inc. to design and furnish DC traction power switchgear systems for nine Metro-North Hudson and New Haven Line substations.

II. DISCUSSION:

MNR's Power Department is seeking to retain services to design and furnish DC traction power switchgear system at nine substations at MNR's Hudson and New Haven Lines.

This switchgear system will replace the existing low voltage DC metal-enclosed power switchgear, high speed DC low voltage main and feeder circuit breakers, and related equipment which are approximately 25 years old and have exceeded their life cycle. The new switchgear to be installed in the existing substations, will maintain capability for a reliable power supply, as well as provide the necessary high-power capacity to meet future requirements.

The Scope of Work for the DC traction power switchgear systems includes the design and furnishing of:

- new metal-enclosed low-voltage DC traction power switchgear;
- high speed traction circuit breakers and related auxiliary devices; and
- multi-function protective relays, instruments, controls, interconnect wiring and bus work.

In June 2018, MNR received Board approval to use the Request for Proposal (RFP) process. In accordance with MTA Procurement Guidelines, an RFP dated July 30, 2018 was prepared and advertised in the New York State Contract Reporter, New York Post, El Dario, Daily Challenge and posted on MNR's website.

Staff Summary

The criteria for selection established in the RFP was as follows:

1. Technical Capability;
2. Experience;
3. Cost; and
4. Project Plan.

On July 27, 2018, twenty-five firms were provided the RFP and on September 05, 2018, two proposals were received from Powell Electrical Systems Inc (Powell), and Myers Controlled Power, LLC. A review of the no bid responses indicated that manufacturers did not have the capabilities to meet all elements of this scope of work. The two firms submitted cost proposals in the amount of \$9,928,100 and \$14,210,929 respectively.

After reviewing the proposal packages, the Committee invited both firms in for oral presentations. Following oral presentations that were conducted on October 19, 2018, the Selection Committee requested both firms provide updated technical and commercial proposals. The revised proposals were received in the amount of \$9,892,346 (Powell) and \$13,924,455 (Myers).

The Selection Committee comprised of members representing MNR's Procurement, Power, and Maintenance of Way (MofW) Departments evaluated the final proposals and unanimously selected Powell Electrical Systems, Inc. The Selection Committee determined that the combination of Powell's technical capability, manufacturing capability, rail and power substation experience, and project plan best met MNR's stated selection criteria and presented the highest technical competence and overall best value. The Myers proposal was deemed to be outside of the competitive price range. The Committee further found that Myers approach to the design required extensive mechanical and electrical engineering time, as well as increased fabrication time. This created greater technical risk along with the associated cost of those efforts.

On December 13, 2018, MNR's Project Manager, Procurement Contract Manager and Powell engaged in negotiations which resulted in a further reduction of \$66,130 for a final cost of \$9,826,216.

Powell's price proposal is less than the Engineer's estimate of \$10,544,249 and was responsive to MNR's specified technical requirements. The price offered is deemed fair and reasonable.

MNR completed a responsibility review of Powell Electrical Systems as defined in the All Agency Responsibility Guidelines in connection with this award recommendation, which yielded no significant adverse information (SAI).

III. D/M/WBE INFORMATION:

In accordance with the Department of Diversity and Civil Rights memo dated 7/3/2018, no goals were assigned.

IV. IMPACT ON FUNDING:

Board approval is requested in the not-to-exceed amount of \$9,826,216 for the 22-month term. This contract is 100% federally funded.

V. ALTERNATIVES:

MNR does not have the requisite manufacturing expertise to provide the required design and manufacturing services.

Staff Summary

Item Number C					
Dept & Dept Head Name: Procurement & Material Management, Al Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Susan Doering					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	2-25-19	x		
2	MTA Board Mtg.	2-27-19	x		
Internal Approvals					
Order	Approval	Order	Approval		
x	President	x	Executive Director Mgmt. & Budget		
x	Sr. V.P. Operations				
x	V.P. & General Counsel				
x	V.P. Capital Programs				

SUMMARY INFORMATION	
Vendor Name Loram Maintenance of Way, Inc.	Contract Number 1-80470
Description Rail Grinding Services	
Total Amount \$2,625,000 (not-to-exceed)	
Contract Term (including Options, if any) 3 Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: IFB	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

Metro-North seeks Board approval to award a three-year competitively-negotiated public works contract in the not-to-exceed amount of \$2,625,000 to the firm Loram Maintenance of Way, Inc. ("Loram") to provide self-propelled rail grinding services (equipment and personnel) at various points along MNR's right of way.

II. DISCUSSION:

Rail grinding is considered the single most effective maintenance practice to control the effects of rolling contact fatigue on the running rail by restoring the rail profile, and maximizing the value from the rail asset. Operating benefits of periodic rail grinding include: reduction of broken rails, extension of rail life, extended track component life, and improved ride quality.

Rail grinding is a seasonal operation with a limited timeframe for its completion. There is limited capacity in the industry, and MNR faces competition for these scarce resources from railroads throughout North America. Prior to the solicitation, a Request for Expression of Interest (RFEI) was sent to 15 firms in the Maintenance of Way industry with respect to upcoming rail grinding needs for MNR territories in New York and Connecticut. These firms were provided with a project overview. As a result of the RFEI, two firms (Loram and RailWorks) expressed interest in submitting a bid for rail grinding.

Following the RFEI, in accordance with MTA All-Agency Procurement Guidelines, an advertisement for this required service was placed in the New York State Contract Reporter, New York Post, El Diario, Daily Challenge, and Minority Commerce Weekly and posted on MNR's website.

On October 17, 2018, a single bid was received from Loram in the total amount of \$2,625,000. A discussion with Railworks, who elected to not bid, found that the location and availability of their labor force and

Staff Summary

equipment made it impractical for Railworks to compete on this project, despite their previously stated interest in bidding. Railworks labor and equipment has been dispatched to other properties including Amtrak.

Loram confirmed that they are providing MNR with their most favored pricing for the rail grinding services. The hourly rates are fixed for all the work to be completed in 2019. The fixed rates include the furnishing of all necessary equipment and labor (operators), consumables (oil), materials, tools, permits and maintenance of equipment for the duration of the three-year contract term. All rates for the subsequent years (2020 and 2021) shall be escalated in accordance with the Bureau of Labor Statistics. Railgrinding activities are conducted at night for safety and to minimize impact to Railroad operations.

MNR completed a responsibility review of Loram Maintenance of Way Inc. as defined in the All Agency Responsibility Guidelines in connection with this award recommendation, which yielded no significant adverse information (SAI).

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights (DDCR) did not assign any DBE goals for this procurement.

IV. IMPACT ON FUNDING:

Board approval is requested in the not-to-exceed amount of \$2,625,000 for the three-year term. This procurement is to be funded by the MNR Operating Budget.

V. ALTERNATIVES:

Metro-North does not have the available equipment, expertise or capability to perform the service as specified.



Long Island Rail Road

NO LIRR

PROCUREMENT ITEMS

PROCUREMENT PACKAGE
February 2019

PROCUREMENTS

The Procurement Agenda this month includes seven actions for a proposed expenditure of \$50,201,384.

Staff Summary

Subject	Request for Authorization to Award Various Procurements				
Department	Procurement				
Department Head Name David K. Cannon					
Department Head Signature 					
Board Action					
Order	To	Date	Approval	Info	Other
1	MNR & LIRR Joint Committee	2/25/19	X		
2	Board	2/27/19	X		

Date: February 20, 2019			
Vendor Name Various			
Contract Number Various			
Contract Manager Name Various			
Internal Approvals			
	Approval		Approval
2	Vice President & Chief Financial Officer 	4	President 
1	Vice President, Program Controls 	3	Executive Vice President & General Counsel 

PURPOSE

To obtain the approval of the Board to award a contract and various modifications and, to inform the Long Island Rail Road Committee of these procurement actions.

DISCUSSION

MTA Capital Construction proposes to award Competitive Procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote</u>		
Schedule C Competitive Requests for Proposals (Award of Purchase Public Work Contracts)	1	\$10,000,000
SUBTOTAL	1	\$10,000,000
<u>Schedules Requiring Majority Vote</u>		
Schedule H Modifications to Personal Service Contracts	3	\$36,023,169
Schedule I Modifications to Purchase and Public Work Contracts	2	\$ 2,858,157
SUBTOTAL	5	\$38,881,326

MTA Capital Construction proposes to award a Ratification in the following category:

Schedule K Ratification of Completed Procurement Actions	1	\$ 1,320,058
SUBTOTAL	1	\$ 1,320,058
TOTAL	7	\$50,201,384

Budget Impact:

The approval of the contract and modifications will obligate MTA Capital Construction capital funds in the amounts listed. Funds are available in the capital budget for this purpose.

Recommendation:

That the contract and modifications be approved as proposed. (The items are included in the resolution of approval at the beginning of the Procurement Section.)

MTA Capital Construction Company

BOARD RESOLUTION

WHEREAS, in accordance with Section 1265-a and 1209 of the Public Authorities Law and the All Agency Procurement guidelines, the Board authorizes the award of certain non-competitive purchase and public works contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts;

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All-Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts set forth in Schedule C for which a recommendation is made to award the contract), the Board authorizes the execution of said contract.
4. As to each action set forth in Schedule D, the Board declares competitive bidding impractical or inappropriate for the reasons specified therein, and ratifies each action for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; v) the contract modifications to purchase and public work contracts set forth in Schedule I; vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

FEBRUARY 2019

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

Schedule C. Competitive Request for Proposals (Award of Purchase and Public Work Contracts

(Staff Summaries only required for items requiring Board approval)

1	Sovereign Hydroseal LP Contract No. MC881A Contract Term Five Years	\$10,000,000	<u>Staff Summary Attached</u>
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Pursuant to Subdivision 4(f) of Section 1265-a of the Public Authorities Law and Article and Article IIIB (6) of the All Agency General Contract Procurement Guidelines, MTA Capital Construction is seeking Board approval to enter into a competitively solicited zero dollar based on-call contract to provide water infiltration mitigation services on an as-needed basis.

Procurements Requiring Majority Vote:

Schedule H. Modification To Personal Services and Miscellaneous Service Contracts Awarded as Contracts for Services

(Approval/Staff Summaries required for substantial change orders and change orders that cause the original contract to equal or exceed the monetary or duration threshold required for Board approval)

2 & 3.	WSP USA/STV/Parsons Transportation Group, Joint Venture Contract No. 98-0040-01R Mod No. 165 Contract No. 98-0040-01R Mod No. 166	\$ 2,523,169 \$23,000,000	<u>Staff Summary Attached</u> ↓ ↓
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In accordance with Article XI of the MTA All-Agency Service Contract Guidelines, MTACC seeks Board approval to modify the Contract to provide staff and services for Project Management and Project Controls and; the continuation of Construction Phase Services through December 2019.

4.	Jacobs/LiRo Joint Venture Contract No. PS819 Modification No. 21	\$10,500,000	<u>Staff Summary Attached</u>
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In accordance with Article XI of the MTA All-Agency Service Contract Guidelines, MTACC seeks Board approval to extend the contract term through June 30, 2019.

FEBRUARY 2019

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedule I. Modification To Purchase and Public Work Contracts

(Staff Summaries required for individual change orders greater than \$750K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$250K)

- | | | | |
|-----------|---|---------------------|--------------------------------------|
| 5. | Tutor Perini Corporation
Contract No. CS179
Modification No. 142 | \$ 1,728,157 | <u><i>Staff Summary Attached</i></u> |
|-----------|---|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a contract modification to implement changes in the locations and quantities of Closed Circuit Television System cameras, electronic access control card readers/keypads, and door contacts.

- | | | | |
|-----------|--|---------------------|--------------------------------------|
| 6. | Tutor Perini Corporation
Contract No. CQ033
Modification No. 31 | \$ 1,130,000 | <u><i>Staff Summary Attached</i></u> |
|-----------|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a contract modification for the installation of two catenary structures and associated installation and demolition work.



Item Number	1				
Dept & Dept Head Name: Various					
Various					
Division & Division Head Name:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR and LIRR Joint Committee	2/25/18	X		
2	Board	2/27/18	X		
Internal Approvals					
Order	Approval	Order	Approval		
3	Vice President, Program Controls 	6	President 		
2	VP & Chief Financial Officer 	5	Executive Vice President & General Counsel 		
1	VP & Chief Procurement Officer 				

SUMMARY INFORMATION	
Vendor Name	Contract Number
Sovereign Hydroseal LP	MC881A
Description	
Water Infiltration Mitigation Services on an As-Needed Basis.	
Total Amount	
Not-To-Exceed \$10,000,000	
Contract Term	
Five (5) Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: State	

I. PURPOSE/RECOMMENDATION

Pursuant to Subdivision 4(f) of Section 1265-a of the Public Authorities Law and Article and Article IIIB (6) of the All Agency General Contract Procurement Guidelines, MTA Capital Construction ("MTACC") is seeking Board approval to enter into a competitively solicited zero dollar based on-call contract with Sovereign Hydroseal LP ("Sovereign") to provide water infiltration mitigation services on an as-needed basis. The contract term is five (5) years.

II. DISCUSSION

This procurement will provide MTACC with a contractor with proven expertise to provide water infiltration mitigation services on an as-needed basis primarily for the East Side Access Project but also for other MTA facilities. MTACC will issue "Task Orders" against this contract for specific water infiltration mitigation services as MTA's needs are identified. A Task Order is a written directive from MTACC to perform a detailed scope of work for the services required. These Task Orders will include detailed specifications for the services required.

This contract will be issued as zero-dollar base contract and does not obligate the MTA the payment of a minimum dollar amount to the contractor.



III. PROCUREMENT PROCESS

A Request for Proposal (RFP) was advertised on the MTA Website and in The New York Post, The New York State Contract Reporter, Minority Commerce Weekly and Engineering News-Record. Seven (7) firms requested a copy of the RFP, and proposals were received from two (2) firms, Sovereign and Providence Construction Corporation ("Providence"). A selection committee consisting of representatives from MTACC Program Controls, Procurement, and East Side Access evaluated the proposals based on the following criteria as outlined in the RFP documents and listed in the order of relative importance:

1. Knowledge and experience performing high-quality water infiltration remediation work
2. Technical qualifications
3. Demonstrated understanding of the contract requirements
4. Project Management
5. Safety Records
6. Other relevant matters
7. Quality Assurance Program
8. Performance on other contracts.

The selection committee determined that both proposers possess the capacity, understanding, experience and commitment to provide the required water infiltration mitigation services and recommended that the agency be authorized to enter into contracts with the two proposing firms.

Responsibility checks were performed on both firms and Significant Adverse Information was uncovered regarding Providence. The MTA is investigating the circumstances surrounding Providence's SAI and upon conclusion will decide whether to recommend to the Board award of a contract to Providence. In the interim, however, MTACC needs a contractor to provide on-call water infiltration mitigation services and recommends award of a contract to Sovereign, who was recommended by the selection committee and has no SAI. In addition, MTACC intends to return to the Board shortly for permission to initiate another RFP for water infiltration services, with additional outreach, in order to create a larger pool of water infiltration contractors and create additional competition for this work.

IV. D/M/WBE and SDVOB

The Department of Diversity and Civil Rights reviewed the requirements of the Contract and after undertaking a thorough analysis established the following goals: 20% DBE, or 15% MBE, 15%WBE and 6% SDVOB goals for this contract based on the funding, nature of the work and the availability of Disadvantage/Minority/Women Business Enterprises and Service Disabled Veteran Owned Business capable of performing the work. Sovereign Hydrosel LP has pledged to meet these goals.

V. IMPACT ON FUNDING

The estimated dollar value for this procurement is \$10 million. This value is based upon current projections and is being used for budgeting purposes only. The actual cumulative value of the Task Orders to be awarded may be lower. As noted above, the contract will be issued as a zero-dollar based contract and does not obligate the MTA to commit to the payment of a minimum dollar amount. Task Orders will be written against the contract on an as needed basis.

VI. ALTERNATIVES

There is no alternative to perform these needed services as MTACC does not have the in-house resources to provide them.

VII. RECOMMENDATION

MTACC recommends that the MTA Board approve the award of a competitively solicited zero-dollar based contract to provide water infiltration mitigation services on an as-needed basis to Sovereign Hydrosel LP for a five-year period.

Schedule H Modifications to Personal and Miscellaneous Service Contracts

Item Numbers 2 & 3



Capital Construction

Page 1 of 2

Vendor Name (& Location) WSP USA/STV/Parsons Transportation Group JV (NY, NY)	
Description General Engineering Consultant Services for the East Side Access Project	
Contract Term (including Options, if any) August 1, 2004 – December 31, 2019	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troup	

Contract Number	AWO/Modification #
98-0040-01R	165 and 166
Original Amount:	
	\$ 140,000,000
Prior Modifications:	
	\$ 379,241,273
Prior Budgetary Increases:	
	\$ -0-
Current Amount:	
	\$ 519,241,273
This Request	
	\$ 25,523,169
% of This Request to Current Amount:	
	5%
% of Modifications (including This Request) to Original	
	289%

Discussion:

This Contract is for engineering, design and construction phase services for the LIRR East Side Access (ESA) project. In accordance with Article XI of the MTA All-Agency Service Contract Procurement Guidelines, Board approval is requested to modify the Contract to provide staff and services for Project Management and Project Controls and; the continuation of Construction Phase Services through December 2019. This procurement item represents the annual modification for Project Management and Project Controls and Construction Phase Services.

Modification No. 165 – Extension of Project Management and Project Controls

Project Management (“PM”) and Project Controls (“PC”) services are provided on a cost-plus-fixed-fee, level-of-effort, not-to-exceed basis. The PM staff supervises and directs the work of the Consultant, while the PC staff maintains project records for engineering deliverables, configuration management, correspondence, financial accounts and cost expenditures.

In December 2017, the MTA Board approved a modification increasing the amount budgeted for PM and PC services by a total of \$2,729,551, from \$22,626,418 to \$24,143,499 for PM services and from \$13,855,722 to \$15,068,192 for PC services, and to extend these services to the end of 2018. This proposed Modification will provide for the continuation of PM/PC staff and services through December 2019.

The Consultant submitted a cost proposal seeking an increase in the amount for PM and PC services of \$3,427,620. The MTACC estimate totaled \$2,329,998. Negotiations were held and the parties agreed to an increase in the not-to-exceed amount of \$2,523,169, which is considered to be fair and reasonable.

Modification No. 166 – Construction Phase Services

Construction Phase Services (“CPS”) are provided on a cost-plus-fixed-fee, level-of-effort, not-to-exceed basis. CPS is provided in support of third party and force account construction contracts/packages during construction and may include review of contractor’s submittals, shop drawings and requests for information; site inspections; resolution of technical issues; preparation of supplementary drawings; and preparation of record drawings for force account packages.

In July 2018, the MTA Board approved a Modification increasing the Contract CPS amount by \$28,000,000 to continue CPS through the end of 2018. That Modification implemented a new pricing structure for CPS, whereby target prices were established for certain tasks, with incentives based on shared savings for beating the targets and disincentives based on a reduction of fees for missing the targets. This Modification will continue the target pricing scheme incorporated into the Contract in 2018. To fund the continuation of CPS through the end of 2019, MTACC seeks authorization to increase the not to exceed Contract amount for CPS by \$23 million.



MTACC evaluates PM, PC and CPS services on an annual basis to ensure the MTA is receiving the most efficient and cost-effective service. MTACC intends to return to the Board at the end of 2019 to request funding for these services for 2020 factoring in the results of the new pricing structure authorized above.

Schedule H Modifications to Personal and Miscellaneous Service Contracts



Capital Construction

Item Number 4

Page 1 of 2

Vendor Name (& Location) Jacobs/LiRo Joint Venture (New York, NY)		Contract Number PS819	AWO/Modification # 21
Description Consultant Construction Management Services for the East Side Access Project		Original Contract Amount: \$ 74,550,734	
Contract Term (including Options, if any) January 28, 2008 – January 31, 2019		Prior Modifications: \$ 99,079,582	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		Prior Budgetary Increases: \$ -0-	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$ 173,630,316	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		This Request \$ 10,500,000	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: 6%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troup		% of Modifications (including This Request) to Original Amount: 147%	

Discussion:

This Contract is for consultant construction management services for the East Side Access (“ESA”) project. In accordance Article XI of the MTA All-Agency Service Contract Procurement Guidelines, MTA Capital Construction (“MTACC”) requests that the Board approve a contract modification increase to the previously approved amount by \$10,500,000 and extend the contract through June 30, 2019.

This competitively negotiated and Board-approved Contract was awarded to the Jacobs/E&K/LiRo Joint Venture (now known as Jacobs/LiRo Joint Venture) (“Jacobs”) on January 24, 2008 for \$75M and an 84-month duration. The scope of work consists of construction management services for third party and systems integration. These construction management services include, among other things, acting as the MTA’s Authorized Representative on a discrete number of third party contracts; overseeing and inspecting construction work; inspecting worksites for safety and quality requirements; managing the contract schedule and budget; monitoring and coordinating shop drawings and requests for information; conducting progress meetings; reviewing and processing change orders; processing payments; reviewing claims; assisting in securing necessary permits; and overseeing systems installation and testing.

Since 2008, there have been several changes to the ESA project that have, and will continue to, impact the contract scope, value and duration. As such, the project’s construction sequencing has been revised, the construction end date has been extended and additional construction contracts have been added as a result of the re-sequencing of construction work. The scope and duration of the Contract has been expanded to include some of these additional construction contracts and other specialized task order work.

In January 2016, the Board approved a modification extending the overall term under this Contract to December 31, 2017, with a one-year option. It also increased the approved amount of the Contract from \$108,018,570 to a cost not-to-exceed \$173,630,316.

At the end of 2017, MTACC evaluated the benefits and impacts of exercising the one-year option or resoliciting the Contract. After careful evaluation, MTACC determined it was in the agency’s best interest to exercise the option and continue the Contract; however, the agency implemented more stringent contract terms with respect to contract documentation requirements and with performance metrics. To this end, certain fees were re-negotiated and contract terms were revised in order to make Jacobs more accountable. A Performance Evaluation Program was instituted in April 2018, which put an

emphasis on critical construction management areas such as safety, budget, schedule, contractor submissions, claims management, closeouts and identifying and resolving non-conforming and deficient work. Under this Performance Evaluation Program, Jacobs's fees are awarded based on their performance in those critical areas. It is expected that this will save on construction costs to the MTA.

This proposed modification 14 is requesting Board approval to extend the Contract through June 30, 2019 as MTACC will continue to evaluate Jacobs's performance under the Performance Evaluation Program, and the benefits and impacts of continuing the Contract (with additional revisions to further reduce costs and increase accountability) or resoliciting the Contract

Jacobs proposed \$14,954,161 to continue these Contract services through June 30, 2019. MTACC's in-house estimate is for \$13,391,085 through June 30, 2019. Negotiations were held and the parties agreed to a not-to-exceed amount of \$10,500,000 for the period through June 30, 2019. The difference between the negotiated price and MTACC's estimate is primarily due to a \$4,000,000 carry over in the existing contract and the negotiated hourly rates and escalation.

In connection with a previous contract awarded to Jacobs, Jacobs was found to be responsible notwithstanding SAI pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Managing Director in consultation with the MTA General Counsel in October 2018. No new SAI has been found relating to Jacobs and Jacobs has been found to be responsible¹.

¹ While Jacobs has no direct SAI, its acquisition of CH2M Hill Companies Ltd. (CH2M) in December 2017 mandates reporting of CH2M's SAI. CH2M, notwithstanding its SAI, was found responsible by the MTA Chairman in December 2013 – this approval may be relied upon by Jacobs.

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)		Contract Number CS179	AWO/Modification 142
Description Systems Facilities Package No. 1			
Contract Term (including Options, if any) 75 Months		Original Amount:	\$ 333,588,000
		Prior Modifications:	\$ 37,736,941
		Exercised Options:	\$ 216,800,001
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A		Current Amount:	\$ 588,124,942
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive			
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification			
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:			
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troup		This Request	\$ 1,728,157
		% of This Request to Current Amount:	0.3%
		% of Modifications (including This Request) to Original Amount:	11.8%

Discussion:

This Contract provides the systems for the East Side Access (“ESA”) project, including a Closed Circuit Television System (CCTV) and Access Control System (ACS) as part of the ESA Security System. In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a contract modification to implement changes in the locations and quantities of CCTV cameras, electronic access control card reader/keypads, and door contacts.

The CCTV and ACS are elements of the ESA Security System. The CCTV cameras are used for video surveillance of specific ESA areas within the GCT Concourse, GCT Caverns, Manhattan Tunnels & Facilities, and Queens Tunnels & Facilities. The ACS devices are used to monitor and control access to specific ESA spaces within these territories.

When the design for this Contract was developed, it was understood that the ESA safety and security program would undergo certain revisions and improvements over time in order to meet the LIRR’s security certification requirements. Since the design packages for these systems were completed (i) various modifications were issued in Contracts CM007 and CS179 that affected the placement and use of the security devices; (ii) LIRR and Federal Transit Authority (FTA) adopted practices in response heightened the security concerns; (iii) LIRR finalized its security certification for the Project with LIRR’s security consultant; and (iv) the Project conducted field of view studies for the CCTV cameras. In order to respond to these developments, this Contract modification provides for changes in the locations and quantities of CCTV cameras, electronic access control card reader/keypads, and door contacts throughout the Project in order to obtain LIRR’s security certification for the Project.

The Contractor’s proposals for this Modification was in the amount of \$2,354,540. MTACC’s estimate for this work was in the amount of \$1,799,115. After negotiations, the parties agreed to \$1,728,157 for direct costs, which is deemed to be fair and reasonable. The Contractor has also asserted a claim for time impacts and has sought \$168,249 in overhead costs in excess of the negotiated direct costs. MTACC has not agreed to pay any compensation in connection with these claims. In order to advance the Work without delay, MTACC seeks approval to issue this Modification to provide for the payment of the negotiated Direct Costs, and to address time impacts and additional overhead separately, without prejudice to MTACC’s defenses to such claims. This change is being evaluated and, if appropriate, will be addressed in a subsequent E&O claim against the GEC.

In connection with a previous contract award to Tutor Perini Corporation (TPC), TPC was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Interim Executive Director in consultation with the MTA General Counsel in February 2017. No new SAI has been found relating to TPC and TPC was found responsible.

Vendor Name (& Location) Tutor Perini Corporation (Peekskill, New York)	Contract Number CQ033	AWO/Modification # 31
Description Mid-Day Storage Yard		
Contract Term (including Options, if any) 1,217 Days		
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A		
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troup		

Original Amount:	\$	291,503,430
Prior Modifications:	\$	17,665,480
Exercised Options:	\$	1,873,570
Current Amount:	\$	311,042,480
This Request	\$	1,130,000
% of This Request to Current Amount:		0.3%
% of Modifications (including This Request) to Original Amount:		6.5%

Discussion:

This Contract is for the demolition and removal of the existing catenary structures, railroad buildings and the Montauk Cutoff Bridge and Ramp and the construction of the Mid-Day Storage Yard (the “Yard”). In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification for the installation of two catenary structures and associated installation and demolition work.

This modification involves the installation of two catenary poles and their foundations. These catenary structures are needed to relocate cables from catenary structures that are in the footprint of tracks to be installed under this contract and which must therefore be demolished. In addition, multiple guy anchors that are obstructing new track and signal trough to be installed under the Contract must be demolished and relocated. This work was included in, but could not be completed under, predecessor Contracts CH057 and CH061A due to existing Amtrak trackwork and utilities. The trackwork and utilities have since been removed and the work may now proceed. The CQ033 Contractor is mobilized on-site and the work is similar to the work being performed under its contract. Therefore, it was determined it would be in the MTA’s best interest to have the CQ033 Contractor perform the work. MTACC received a credit of \$595,000 for the work deleted from the predecessor Contracts.

The Contractor submitted a cost proposal of \$1,251,686. The MTACC project estimate was \$1,151,381. After negotiations, the parties agreed to a cost of \$1,130,000, which is considered fair and reasonable.

In connection with previous contracts awarded, the Tutor Perini Corporation was found to be responsible, notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in February 2017. No new significant adverse information has been found relating to Tutor Perini Corporation. Therefore, Tutor Perini Corporation has been determined to be responsible.

FEBRUARY 2019

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

Schedule K. Ratification of Completed Procurement Actions (Involving Schedules E-J)
(Staff Summaries required for items requiring Board Approval)

- | | | | |
|----|--|---------------------|--------------------------------------|
| 7. | GCT Constructors Joint Venture
Contract No. CM014B
Modification No. 196 | \$ 1,320,058 | <u>Staff Summary Attached</u> |
|----|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a contract modification for the addition of a cable tray support system throughout the new Concourse.

Schedule K: Ratification of Completed Procurement Actions
Item No. 7

Vendor Name (& Location) GCT Constructors Joint Venture (Secaucus, NJ)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Contract Number</td> <td style="width: 50%;">AWO/Modification #</td> </tr> <tr> <td>CM014B</td> <td>196</td> </tr> </table>	Contract Number	AWO/Modification #	CM014B	196										
Contract Number	AWO/Modification #														
CM014B	196														
Description GCT Concourse and Facilities Fit-Out for the ESA Project	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Original Contract Amount:</td> <td style="width: 50%; text-align: right;">\$ 404,622,096</td> </tr> <tr> <td>Original Option Amounts:</td> <td style="text-align: right;">\$ 24,277,904</td> </tr> <tr> <td>Original Board Approved Amount:</td> <td style="text-align: right;">\$ 428,900,000</td> </tr> <tr> <td>Prior Modifications:</td> <td style="text-align: right;">\$ 37,909,025</td> </tr> <tr> <td>Exercised Options:</td> <td style="text-align: right;">\$ 24,277,904</td> </tr> <tr> <td>Prior Budgetary Increases:</td> <td style="text-align: right;">\$ -0-</td> </tr> <tr> <td>Current Amount:</td> <td style="text-align: right;">\$ 466,809,025</td> </tr> </table>	Original Contract Amount:	\$ 404,622,096	Original Option Amounts:	\$ 24,277,904	Original Board Approved Amount:	\$ 428,900,000	Prior Modifications:	\$ 37,909,025	Exercised Options:	\$ 24,277,904	Prior Budgetary Increases:	\$ -0-	Current Amount:	\$ 466,809,025
Original Contract Amount:	\$ 404,622,096														
Original Option Amounts:	\$ 24,277,904														
Original Board Approved Amount:	\$ 428,900,000														
Prior Modifications:	\$ 37,909,025														
Exercised Options:	\$ 24,277,904														
Prior Budgetary Increases:	\$ -0-														
Current Amount:	\$ 466,809,025														
Contract Term (including Options, if any): 1,826 Days	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">This Request</td> <td style="width: 50%; text-align: right;">\$ 1,320,058</td> </tr> </table>	This Request	\$ 1,320,058												
This Request	\$ 1,320,058														
Option(s) included in Total <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">% of This Request to Current Amount:</td> <td style="width: 50%; text-align: right;">0.3%</td> </tr> </table>	% of This Request to Current Amount:	0.3%												
% of This Request to Current Amount:	0.3%														
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">% of Modifications (including This Request) to Original Amount:</td> <td style="width: 50%; text-align: right;">9.2%</td> </tr> </table>	% of Modifications (including This Request) to Original Amount:	9.2%												
% of Modifications (including This Request) to Original Amount:	9.2%														
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid Other: Modification															
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other:															
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troup, SVP & Senior Program Executive															

Discussion:

Contract CM014B is for the architectural, structural, electrical, plumbing and mechanical fit-out of the new Long Island Rail Road (LIRR) Concourse located in the Madison Yard of Grand Central Terminal. In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a contract modification for the addition of a cable tray support system throughout the new Concourse.

Contract CM014B's scope of work included the installation of empty conduits that were designated to support the two-way radio system to be installed by Systems Contract (CS179). At the time of the award of Contract CM014B, Contract CS179 had not yet finalized the design of the two-way radio system. Under its Contract, CS179 was required to conduct a Radio Frequency (RF) study to determine the optimal placement of the system's radio antennas. The RF study established that 7/8-inch coaxial cables should be utilized for the two-way radio system. However, the conduits that are provided for in Contract CM014B cannot accommodate these cables. To resolve this issue, the conduits were deleted from Contract CM014B's scope will be replaced with a cable tray support system, which will support the coaxial cables for the radio system and the recently added Wi-Fi system. Contract CM014B received a credit of \$1,079,189 for the deletion of the original conduits.

Due to the critical nature of this work to the ESA Program's commencement of Integrated Systems Testing, the President approved a Retroactive Memorandum and on January 7, 2019, MTACC directed the Contractor to commence with coordination, submittals, procurement of materials, and installation of the cable trays in public areas of the Concourse, up to a not-to-exceed amount of \$500,000.

The Contractor proposed \$3,983,897 for the work. MTACC's estimate was \$1,397,080. After negotiations, the parties agreed to a cost of \$1,320,058 which is deemed to be fair and reasonable. This modification appears to be the result of a design error or omission on the part of the designer of record and will be pursued as such.

In connection with previous contracts awarded to the joint venture partners who form GCT Constructors Joint Venture, both John P. Picone Inc. ("JPP") and Schiavone Construction Company, LLC ("Schiavone") were found to be responsible notwithstanding Significant Adverse Information ("SAI") pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in December 2014. No new SAI has been found relating to JPP or Schiavone and they have both been found to be responsible.



Bridges and Tunnels

Procurements February 2019

Staff Summary

Subject: Request for Authorization to Award Various Procurements
Department: Procurement
Department Head Name M. Margaret Terry
Department Head Signature
Project Manager Name Various

Date 02/15/2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	President	02/15/2019			
2	MTA B&T Committee	02/25/2019			
3	MTA Board	02/27/2019			

Internal Approvals			
Order	Approval	Order	Approval
1	President	1	VP & Chief Financial Officer
	Executive Vice President		VP Operations
2	VP & Chief of Staff		VP & Chief Engineer
	SVP & General Counsel		VP & Chief Procurement Officer

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer		Chief Technology Officer		Chief Health & Safety Officer		Chief EEO Officer
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		

PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the MTA B&T Committee of these procurement actions.

DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories: None

MTA B&T proposes to award Competitive procurements in the following categories:

Schedules Requiring Two-Thirds Vote:

Schedule B: Request to use RFP for Procurement of Purchase & Public Work in lieu of sealed bid.

of Actions

1

\$ Amount

\$ To Be Determined

Schedule Requiring Majority Vote:

Schedule I: Modifications to Purchase and Public Work Contracts

1

\$0.407M

SUBTOTAL

2

\$0.407M

MTA B&T presents the following procurement actions for Ratification: None

TOTAL

2

\$0.407M

BUDGET IMPACT:

The purchases/contracts will result in obligating MTA B&T and Capital funds in the amount listed. Funds are available in the current MTA B&T operating/capital budgets for this purpose.

RECOMMENDATION:

That the purchases/contracts be approved as proposed. (Items are included in the resolution of approval at the beginning of the Procurement Section.)

The legal name of MTA Bridges and Tunnels is Triborough Bridge and Tunnel Authority.

MTA BRIDGES & TUNNELS
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

WHEREAS, in accordance with §559 and §2879 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

WHEREAS, in accordance with §2879 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive miscellaneous procurement contracts, and certain changes orders to procurement, public work, and miscellaneous procurement contracts; and

WHEREAS, in accordance with § 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts, and certain change orders to service contracts; and

NOW, the Board resolves as follows:

1. As to each purchase and public work contract set forth in annexed Schedule A, the Board declares competitive bidding to be impractical or inappropriate for the reasons specified therein and authorizes the execution of each such contract.
2. As to each request for proposals (for purchase and public work contracts) set forth in Schedule B for which authorization to solicit proposals is requested, for the reasons specified therein, the Board declares competitive bidding to be impractical or inappropriate, declares it is in the public interest to solicit competitive request for proposals and authorizes the solicitation of such proposals.
3. As to each request for proposals (for purchase and public work contracts) set forth in Schedule C for which a recommendation is made to award the contract, the Board authorizes the execution of said contract.
4. The Board ratifies each action set forth in Schedule D for which ratification is requested.
5. The Board authorizes the execution of each of the following for which Board authorization is required: i) the miscellaneous procurement contracts set forth in Schedule E; ii) the personal service contracts set forth in Schedule F; iii) the miscellaneous service contracts set forth in Schedule G; iv) the modifications to personal/miscellaneous service contracts set forth in Schedule H; the contract modifications to purchase and public work contracts set forth in Schedule I; and vi) the modifications to miscellaneous procurement contracts set forth in Schedule J.
6. The Board ratifies each action taken set forth in Schedule K for which ratification is requested.
7. The Board authorizes the budget adjustments to estimated contracts set forth in Schedule L.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2019

MTA BRIDGES & TUNNELS

Procurements Requiring Two-Thirds Vote:

B: Request to use RFP for Procurement of Purchase & Public works in lieu of Sealed Bid

- | | | |
|--|---------------------------------|--------------------------------------|
| 1. Contractor to be determined
Contract No. VN-84 | \$ Cost to be determined | <u>Staff Summary Attached</u> |
|--|---------------------------------|--------------------------------------|

3yr. 6 months Contract- Competitive RFP

B&T is seeking Board approval under the All-Agency General Contract Procurement Guidelines to declare competitive bidding to be inappropriate and hereby authorizing B&T to enter into a competitive best value Request for Proposal (RFP) process for the award of a public works project, Contract VN-84, Replacement of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge (VNB).

Procurements Requiring Two-Thirds Vote:

I: Modifications to Purchase and Public Works Contracts

(Approvals/Staff Summaries required for individual change orders greater than \$750K. Approvals without Staff Summaries required for change orders greater than 15% of previously approved amount which are also at least \$250K.)







- | | | |
|---|----------------------|--------------------------------------|
| 2. V.I.V. Contracting Corp.
Contract No. HCM-374 | \$ 406,975.16 | <u>Staff Summary Attached</u> |
|---|----------------------|--------------------------------------|

2yr. Contract- Competitive Bid

B&T is seeking the Board approval under the All-Agency General Contract Procurement Guidelines to modify Contract No. HCM-374 with V.I.V. Contracting Corp. ("V.I.V.") to include the labor, material and equipment necessary for additional work associated with the rehabilitation of the Battery Parking Garage.

Staff Summary

Page 1 of 2

Item Number: 1 (Final)					
Dept & Dept Head Name: Engineering and Construction,  Joe Keane, P.E., V.P. & Chief Engineer					
Division & Division Head Name: Engineering and Construction,  Aris Stathopoulos, P.E.					
Board Reviews					
Order	To		Approval	Info	Other
1	President	2/12/19			
2	MTA B&T Committee	2/25/19			
3	MTA Board	2/27/19			
Internal Approvals					
Order	Approval	Order	Approval		
 2	Vice President & Chief Financial Officer	4	Executive Vice President		
3	Sr. Vice President & General Counsel	5	Vice President, Chief of Staff 		
 B3	Vice President & Chief Procurement Officer	6	President 		

SUMMARY INFORMATION	
Vendor Name	Contract Number
N/A	VN-84
Description Replacement of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge	
Total Amount TBD	
Contract Term (including Options, if any) Three (3) years, six (6) months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to declare competitive bidding to be inappropriate and hereby authorizing B&T to enter into a competitive best value Request for Proposal (RFP) process for the award of a public works project, Contract VN-84, Replacement of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge (VNB).

II. DISCUSSION

In order to ensure that the Work is performed as expeditiously and efficiently as possible, thereby minimizing impacts to our customers, B&T has determined that the most effective method to procure the construction services for Project VN-84 is by utilizing a competitive RFP process. Due to the technical complexities of the Project and the potential for contractor constructability enhancements, which are anticipated to reduce project risks, price and construction duration, it is in the best interest of the public and B&T to utilize a competitive best value RFP process. Use of the best value RFP process allows a selection committee to evaluate each contractor proposal not solely based on the price to perform the Work, but also the Contractors' proposed technical solutions and schedule in order to deliver a quality project, on budget, with an aggressive schedule that minimizes impacts to our customers.

The scope of Project VN-84 includes the rehabilitation and replacement of Staten Island Upper Level Approaches and Brooklyn Westbound Upper Level Approach decks, inclusive of both the Staten Island and Brooklyn Upper Level Anchorage decks and steel structures. The Work within these limits includes the replacement of the existing deck inclusive of all related items including lighting, drainage, and fire standpipe; replacement of the existing steel rocker

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bearings with isolation bearings; superstructure steel repairs, replacements and strengthening at bridge approaches and anchorage spans.

Therefore, B&T deems it to be in the public's interest to request that the Board adopt a resolution to declare competitive bidding inappropriate and to authorize contract procurement by means of a competitive best value request for proposal process.

III. D/M/WBE/SDVOB INFORMATION

MTA DDCR will assign applicable goals prior to issuance of the Request for Proposal.

IV. IMPACT ON FUNDING

Funding is available in the 2015-2019 Capital Program under Project D702VN84, Task D03408 in the amount of \$180,000,000 for a period of three (3) years, six (6) months.

V. ALTERNATIVES

Utilization of standard competitive bidding process, Cost plus Time (A + B) competitive bidding process, or other method of alternative project delivery to award is not deemed appropriate. The use of Best Value RFP process allows for evaluation not only of cost to do the work and proposed construction schedule, but also technical ability to deliver a quality project and minimize customer impacts.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 2 (Final)

Vendor Name (& Location) V.I.V. Contracting Corp., Whitestone, NY		Contract Number HCM-374	AWO/Modification #
Contract Title Battery Parking Garage Interior Painting – Original Garage		Original Amount: \$1,961,000	
Contract Term (including Options, if any) November 21, 2017 – November 20, 2019		Prior Modifications: \$0.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: N/A	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$1,961,000	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$406,975.16	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: 20.75%	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of Modifications (including This Request) to Original Amount: 20.75%	

Discussion:

B&T is seeking the Board's approval under the All-Agency General Contract Procurement Guidelines to modify this contract with V.I.V. Contracting Corp. ("V.I.V.") to include the labor, material and equipment necessary for additional work associated with the rehabilitation of the Battery Parking Garage in the amount of \$406,975.16.

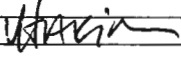


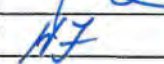

On November 21, 2017, Contract HCM-374 was awarded to V.I.V. under the Small Business Mentoring Program for furnishing all labor, material and equipment necessary for the interior painting and miscellaneous concrete repairs of the original portion of the Battery Parking Garage for a duration of twenty-four (24) months in an amount not-to-exceed \$1,961,000.

During the course of the Work, B&T determined that additional repairs such as removal and disposal of unsound concrete were required. The additional interior rehabilitation work is necessary to keep the Facility in a state of good repair and to enhance public safety.

For the rehabilitation, V.I.V. submitted a proposal in the amount of \$432,729.36. The Engineer's estimate is \$413,281. Negotiations resulted in V.I.V. reducing its proposed amount to \$406,975.16. Given that V.I.V.'s revised total proposed amount is less than the Engineer's estimate, the proposed amount of \$406,975.16 was accepted as fair and reasonable. V.I.V. was granted verbal authorization to proceed in the not-to-exceed amount of \$100,000 on December 5, 2018 to begin the work required to repair the interior of the Battery Parking Garage.

Additional funding for this amendment is available in the 2019 Major Maintenance Program under Project R03994.

Staff Summary

Subject						Date			
Agency Performance Metrics						February 27, 2019			
Department						Vendor Name			
Department Head Name						Contract Number			
Veronique Hakim									
Department Head Signature 						Contract Manager Name			
Project Manager Name						Table of Contents Ref #			
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
						1	Chief Financial Officer		
1	Board	2/27/2019				2	Legal 		
						3	Chief of Staff		

Narrative

Purpose: To obtain the Board's approval of the proposed performance metrics for New York City Transit (NYCT), MTA Long Island Rail Road, (LIRR) and MTA Metro-North Railroad (Metro-North), as set forth in Attachment A to this Staff Summary.

Discussion:

MTA's mission is to provide safe and reliable service to our customers. We are on an accelerated pursuit of continuous improvement to meet their, as well as this Board's, expectations for service delivery. The agencies' signature initiatives – NYCT's Fast Forward, LIRR Forward, and Metro-North's Way Ahead -- are visionary customer-focused initiatives for moving forward with improved service and innovative change. The agencies measure performance by regularly reporting on, reviewing and refining performance metrics and setting performance targets. These metrics provide added accountability and transparency to the public, the Board and other stakeholders.

Proposed Metrics

At the request of the Board and as a further driver of improved performance, NYCT, LIRR and MNR seek the Board's approval of the proposed performance metrics set forth in Attachment A. The proposes metrics set ambitious but realistic goals for continued service improvement over the next year.

Recommendation: It is recommended that the Board approve the proposed performance metrics set forth in Attachment A to this Staff Summary.

ATTACHMENT A

PERFORMANCE METRICS

New York City Transit

Subway Service Metrics

- **Customer Journey Time:** Proposed goal of 80%. Represents an increase of 0.6% from 2018 average and 1.0% from 2017 average
- **Weekday On Time Performance:** Proposed goal of 71.0%. Represents an increase of 3.9% from 2018 and 7.6% from 2017. December 2018 weekday OTP was the highest in over four years and the first time it was above 71% in at least three years.
- **Delay Reduction:** Beginning in the second quarter 2019, NYCT will build on its 10,000 delay reduction target by adding another 8,000 delays to the monthly reduction target. This will be an 18,000 monthly reduction target from NYCT's January-June 2018 baseline and corresponds with its 71% weekday OTP goal.

Bus Service Metrics

- **Mean Distance Between Failures:** Improve mean distance between failures, the primary maintenance metric, from a 12-month rolling average of 6,500 miles in 2018 to a target of 6,800 miles in 2019
- **Service Delivered:** Improve Service Delivered, the share of scheduled trips that actually took place, from a 12-month average of 97% to 97.5%
- **Wait Assessment:** Improve Wait Assessment, the share of buses where the interval between buses is no more than 3 minutes over the scheduled interval during peak periods and no more than 5 minutes over the scheduled interval during the rest of the day, from a 12-month average of 77.5% to 78%

Long Island Rail Road

Service Metrics

- **Systemwide On Time Performance:** Defined as the average on time performance of all the LIRR trains. A train is considered on time if it reaches its final destination within the 5-minute-and-59-second standard established by the commuter railroad industry. Current (longer term) Goal: 94% (5-year average at 91.6%)
- **Number of Short Trains:** Total number of AM and PM peak trains that operate with fewer cars than planned. This can result in overcrowding and result in delays. Goal: 3,397 short trains per year (10% reduction from 2018)

- **Delays by Cause Metric:** Number of track circuit failures that cause at least one train delay. Goal: 72 total incidents (16% reduction from 2018)

Metro-North Railroad:

Service Metrics

- **On Time Performance:** Proposed goal of 93% for 2019
- **Switch Failure Metric:** Goal of 15% reduction in the number of train delays related to main line switch failures (335 fewer train delays due to switches/signals than in 2018)
- **Number of Short Trains:** Total number of AM peak trains that operate with fewer cars than planned (i.e. non-compliant consists). This can result in overcrowding and result in delays. Goal: 1,138 short trains per year (10% reduction from 2018)